

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**ATTORNEY MONTHLY FEE STATEMENT COVER SHEET**  
**FOR THE PERIOD MAY 1, 2023, THROUGH MAY 31, 2023**

In re Bed Bath & Beyond Inc., *et al.*

Applicant: Kirkland & Ellis LLP and  
Kirkland & Ellis International LLP.

Case No. 23-13359 (VFP)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: April 23, 2023

**COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION  
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.**

**RETENTION ORDER ATTACHED.**

/s/ Joshua A. Sussberg                      7/6/2023  
JOSHUA A. SUSSBERG                      Date

<p style="text-align: center;"><b>SECTION I</b> <b>FEE SUMMARY</b></p>
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Summary of Amounts Requested for the Period  
May 1, 2023, through May 31, 2023 (the “**Compensation Period**”)

Fee Total	\$3,001,329.50
Disbursement Total	\$34,857.19
Total Fees Plus Disbursements	\$3,036,186.69

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$1,235,882.20
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer Remaining:	\$517,125.25
Total Holdback:	\$0.00
Total Received by Applicant:	\$0.00

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Olivia Acuna	Associate	Restructuring	2021	169.40	\$995.00	\$168,553.00
Allison Azarloza	Associate	Corporate - General	2022	46.30	\$735.00	\$34,030.50
Mac A. Bank	Associate	Restructuring	2021	4.20	\$885.00	\$3,717.00
Amy Barber	Associate	Technology & IP Transactions	2018	19.70	\$1,295.00	\$25,511.50
Amie Marie Bauer	Associate	Litigation - General	2016	51.10	\$1,080.00	\$55,188.00
Wes Benter	Associate	ECEB - Labor/Employment	2019	2.70	\$1,245.00	\$3,361.50
Jacob E. Black	Associate	Restructuring	2021	90.80	\$885.00	\$80,358.00
Alex Blaznik	Associate	Corporate - Debt Finance	2021	0.40	\$995.00	\$398.00
Seth Cohen	Associate	Litigation - General	2023	22.20	\$985.00	\$21,867.00
Alessandra Corona Henriques	Associate	Corporate - Capital Markets	2021	36.50	\$995.00	\$36,317.50
Sydney Corry	Associate	Litigation - General	2021	8.50	\$985.00	\$8,372.50
Megan C. Feeney	Associate	Restructuring	Pending	80.20	\$735.00	\$58,947.00
Ross J. Fiedler	Associate	Restructuring	2019	186.00	\$1,245.00	\$231,570.00
Patrick Forte	Associate	Litigation - General	2021	19.60	\$985.00	\$19,306.00
Max M. Freedman	Associate	Restructuring	2021	34.80	\$885.00	\$30,798.00
Rachel Golden	Associate	Restructuring	Pending	40.60	\$735.00	\$29,841.00
Samantha Helgason	Associate	Restructuring	2022	96.10	\$885.00	\$85,048.50
Elizabeth Hilton	Associate	Corporate - Debt Finance	2020	1.60	\$885.00	\$1,416.00
Noelle M. Howard	Associate	Restructuring	Pending	47.70	\$735.00	\$35,059.50
Olivia Claire Hunter	Associate	ECEB - Labor/Employment	2023	1.00	\$735.00	\$735.00
Alexander Keane	Associate	Corporate - M&A/Private Equity	2021	0.50	\$995.00	\$497.50
Jackson Kennedy	Associate	Litigation - General	2021	29.10	\$850.00	\$24,735.00
Abdullah J. Khan	Associate	Corporate - Capital Markets	Pending	10.20	\$735.00	\$7,497.00
Sooah Kim	Associate	ECEB - Employee Benefits	2022	4.10	\$735.00	\$3,013.50
Mike James Koch	Associate	Restructuring	2020	7.10	\$735.00	\$5,218.50

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Ben Kovach	Associate	Technology & IP Transactions	2022	38.60	\$735.00	\$28,371.00
Peter Liskanich	Associate	Corporate - M&A/Private Equity	2018	16.20	\$1,245.00	\$20,169.00
Sarah R. Margolis	Associate	Restructuring	2021	108.70	\$995.00	\$108,156.50
Jonathan Meek	Associate	Real Estate	2022	0.20	\$735.00	\$147.00
Alex D. Pappas	Associate	Litigation - General	2021	5.10	\$985.00	\$5,023.50
Chris Pavlovich	Associate	Restructuring	2019	76.10	\$995.00	\$75,719.50
Zak Piech	Associate	Restructuring	2022	121.80	\$735.00	\$89,523.00
Domenico Pietromonaco	Associate	Antitrust/Competition	2023	9.30	\$735.00	\$6,835.50
Zak Read	Associate	Restructuring	2022	56.80	\$735.00	\$41,748.00
Kyla Risko	Associate	Technology & IP Transactions	2018	43.50	\$995.00	\$43,282.50
Elizabeth M. Roberts	Associate	Corporate - Debt Finance	2017	11.10	\$1,295.00	\$14,374.50
Tuba Sahiti	Associate	Corporate - General	2021	0.50	\$885.00	\$442.50
Abbi Semnisky	Associate	ECEB - Employee Benefits	2022	2.10	\$735.00	\$1,543.50
Kristie Sham	Associate	Corporate - General	2022	3.10	\$735.00	\$2,278.50
Christine Shang	Associate	Litigation - General	2016	77.80	\$1,215.00	\$94,527.00
Gelareh Sharafi	Associate	Restructuring	Pending	5.80	\$735.00	\$4,263.00
John William Sheridan	Associate	Corporate - M&A/Private Equity	2019	1.00	\$1,155.00	\$1,155.00
Michael A. Sloman	Associate	Restructuring	2022	83.00	\$885.00	\$73,455.00
Noah Z. Sosnick	Associate	Restructuring	2021	55.20	\$995.00	\$54,924.00
Charles B. Sterrett	Associate	Restructuring	2019	122.00	\$1,155.00	\$140,910.00
David G. Strecker	Associate	Litigation - General	2022	16.10	\$850.00	\$13,685.00
Carolina I. Velarde	Associate	Antitrust/Competition	2020	3.60	\$1,155.00	\$4,158.00
Baya Yantren	Associate	Litigation - General	2019	17.70	\$985.00	\$17,434.50
Jessica M. Yeh	Associate	Taxation	2017	8.80	\$1,395.00	\$12,276.00
Mary Catherine Young	Associate	Restructuring	Pending	109.00	\$735.00	\$80,115.00
Rachel Young	Associate	Restructuring	2023	59.60	\$735.00	\$43,806.00
Anthony Zangrillo	Associate	Corporate - Capital Markets	2018	6.80	\$1,295.00	\$8,806.00

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Matthew Antinossi	Partner	ECEB - Employee Benefits	1999	10.30	\$1,895.00	\$19,518.50
Lindsey Beran	Partner	Litigation - General	2006	23.60	\$1,415.00	\$33,394.00
Matt Darch	Partner	Technology & IP Transactions	2013	25.20	\$1,405.00	\$35,406.00
Thad W. Davis, P.C.	Partner	Taxation	2005	11.80	\$1,795.00	\$21,181.00
Tamar Donikyan	Partner	Corporate - Capital Markets	2006	14.20	\$1,945.00	\$27,619.00
Daniel Elizondo	Partner	Corporate - M&A/Private Equity	2009	33.30	\$1,425.00	\$47,452.50
Emily Geier, P.C.	Partner	Restructuring	2012	203.20	\$1,495.00	\$303,784.00
Susan D. Golden	Partner	Restructuring	1988	5.60	\$1,475.00	\$8,260.00
John Thomas Goldman	Partner	Real Estate	2002	4.00	\$1,745.00	\$6,980.00
Stephanie Greco	Partner	Antitrust/Competition	2014	0.40	\$1,425.00	\$570.00
Parimah Hassouri	Partner	Corporate - M&A/Private Equity	2009	2.00	\$1,595.00	\$3,190.00
Richard U. S. Howell, P.C.	Partner	Litigation - General	2006	27.10	\$1,620.00	\$43,902.00
Derek I. Hunter	Partner	Restructuring	2017	78.00	\$1,375.00	\$107,250.00
Chad J. Husnick, P.C.	Partner	Restructuring	2004	0.50	\$2,045.00	\$1,022.50
Nisha Kanchanapoomi, P.C.	Partner	Corporate - Debt Finance	2006	8.00	\$1,795.00	\$14,360.00
Jacquelyn M. Kasulis, P.C.	Partner	Litigation - General	2004	32.00	\$1,835.00	\$58,720.00
Zeina Kazour	Partner	Real Estate	2008	0.90	\$1,405.00	\$1,264.50
Daniel Lewis, P.C.	Partner	Technology & IP Transactions	2008	43.70	\$1,695.00	\$74,071.50
Allison Lullo	Partner	Litigation - General	2011	26.20	\$1,410.00	\$36,942.00
Casey McGushin	Partner	Litigation - General	2014	28.80	\$1,415.00	\$40,752.00
Christian O. Nagler, P.C.	Partner	Corporate - Capital Markets	1997	4.60	\$2,045.00	\$9,407.00
Jessica L. Pillai	Partner	Real Estate	2015	5.00	\$1,425.00	\$7,125.00
Evangelia Podaras	Partner	ECEB - Labor/Employment	2016	3.50	\$1,405.00	\$4,917.50
William T. Pruitt	Partner	Litigation - General	2004	6.30	\$1,550.00	\$9,765.00
Josh Sussberg, P.C.	Partner	Restructuring	2004	8.50	\$2,045.00	\$17,382.50

Name of Professional	Title	Department	Year Admitted	Hours	Rate	Fee
Steve Toth	Partner	Corporate - M&A/Private Equity	2005	14.40	\$1,615.00	\$23,256.00
Matthew Wood	Partner	ECEB - Executive Compensation	2016	0.50	\$1,405.00	\$702.50
Jacqueline Hahn	Junior Paralegal	Restructuring	N/A	11.40	\$325.00	\$3,705.00
Danielle Walker	Junior Paralegal	Restructuring	N/A	2.00	\$325.00	\$650.00
Tanzila Zomo	Junior Paralegal	Restructuring	N/A	3.30	\$325.00	\$1,072.50
Janet Bustamante	Paralegal	Litigation - General	N/A	47.70	\$395.00	\$18,841.50
Uzo Dike	Paralegal	Litigation - General	N/A	3.60	\$515.00	\$1,854.00
Amy Donahue	Paralegal	Restructuring	N/A	14.90	\$480.00	\$7,152.00
Julia R. Foster	Paralegal	Restructuring	N/A	21.90	\$480.00	\$10,512.00
Jeffrey Norgle	Paralegal	Technology & IP Transactions	N/A	43.70	\$495.00	\$21,631.50
Michael Y. Chan	Conflicts Analyst	Conflicts Analysis	N/A	4.50	\$365.00	\$1,642.50
Marta Dudyan	Conflicts Analyst	Conflicts Analysis	N/A	2.00	\$315.00	\$630.00
Audrey Lamb	Compliance Analyst	Risk Management	N/A	2.50	\$365.00	\$912.50
Song Lin	Litigation & Practice Tech Project Manager	Litigation - General	N/A	29.50	\$515.00	\$15,192.50
Eric Nyberg	Conflicts Analyst	Conflicts Analysis	N/A	1.50	\$315.00	\$472.50
Snow Yuan	Litigation & Practice Tech Project Manager	Litigation & Practice Tech	N/A	0.80	\$475.00	\$380.00
<b>TOTALS</b>				<b>2,880.80</b>		<b>3,001,329.50</b>

**SECTION II  
SUMMARY OF SERVICES**

<b>Matter Number</b>	<b>Services Rendered</b>	<b>Hours</b>	<b>Fee</b>
5	Corporate & Governance Matters	112.00	\$134,047.50
6	Disclosure Statement/Plan/Confirmation	91.80	\$89,586.50
7	DIP Financing and Cash Collateral	130.80	\$153,047.00
8	Cash Management	8.50	\$7,765.50
9	Automatic Stay Issues	52.00	\$57,400.50
10	Asset Sales/Section 363/Use, Sale & Disposition	462.80	\$510,837.00
11	Executory Contracts & Unexpired Leases	599.60	\$607,839.00
12	Business Operations	9.90	\$11,905.50
13	Claims Administration	115.20	\$99,672.00
14	Schedules and Statements (SOFAs)	67.50	\$59,767.50
15	Creditor and Stakeholder Communications	23.90	\$30,982.50
16	U.S. Trustee Matters and Communication	17.60	\$18,728.50
17	Hearings	27.40	\$36,801.50
18	Insurance and Surety Matters	11.40	\$14,098.50
19	Utilities	35.60	\$30,649.00
20	Tax Matters	46.30	\$52,486.50
21	Case Administration	128.80	\$107,080.50
22	Retention – K&E	167.50	\$148,777.50
23	Retention – Non-K&E	192.20	\$172,448.50
24	Vendor Matters	53.50	\$62,477.50
25	Litigation	455.60	\$505,653.00
27	International Matters	0.90	\$1,162.50
28	Creditors' Committee Matters	48.10	\$59,891.50
29	Employee and Labor Matters	21.90	\$28,224.00
<b>SERVICES TOTALS</b>		<b>2,880.80</b>	<b>3,001,329.50</b>

**SECTION III  
SUMMARY OF DISBURSEMENTS**

<b>Disbursements</b>	<b>Amount</b>
Third Party Telephone Charges	\$19.99
Standard Copies or Prints	\$233.10
Binding	\$0.00
Tabs/Indexes/Dividers	\$0.00
Color Copies or Prints	\$980.10
Scanned Images	\$0.00
Postage	\$10.44
Outside Messenger Services	\$258.00
Local Transportation	\$92.64
Filing Fees	\$1,050.00
Other Court Costs and Fees	\$9,032.50
Outside Copy/Binding Services	\$9,298.15
Outside Retrieval Service	\$10,741.77
Computer Database Research	\$789.00
Overtime Transportation	\$638.59
Overtime Meals - Attorney	\$572.16
Document Services Overtime	\$0.00
Client Electronic Data Storage	\$1,123.08
Overnight Delivery - Hard	\$17.67
<b>DISBURSEMENTS TOTAL</b>	<b>34,857.19</b>

**SECTION IV  
CASE HISTORY**

- (1) Date cases filed: April 23, 2023
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: June 1, 2023, effective as of April 23, 2023. *See* **Exhibit A**.  
If limit on number of hours or other limitations to retention, set forth: N/A
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:<sup>1</sup>
  - (a) The Applicant drafted, reviewed, revised, and coordinated filing of a motion establishing lease sale procedures and assisted in obtaining entry of an order granting the requested relief.
  - (b) The Applicant drafted, reviewed, revised and coordinated the filing of the Debtors' motion authorizing rejection and termination of leases and obtained Court approval of the same.
  - (c) The Applicant fielded various requests from the Debtors' landlords and negotiated associated lease issues.
  - (d) The Applicant prepared and filed the bar date motion and obtained Court approval of the same.
  - (e) The Applicant facilitated the filing of various retention applications and the motion for retaining ordinary course professionals, along with various ordinary course professional declarations in connection therewith.
  - (f) The Applicant negotiated with various constituents, including the Office of the United States Trustee and the Unsecured Creditors Committee, in connection with obtaining the final relief requested in the first day motions and assisted in achieving consensual resolutions and entries of orders granting the requested final relief.
  - (g) The Applicant participated in the second day hearings.

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<sup>1</sup> The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

- (h) The Applicant prepared, and facilitated the filing of, the Debtors' SOFAs, schedules, and first monthly operating reports.
  - (i) The Applicant tended to others matters concerning administration of the chapter 11 cases.
  - (j) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.<sup>2</sup>
- (5) Anticipated distribution to creditors:
- (a) Administration expense: Unknown at this time.
  - (b) Secured creditors: Unknown at this time.
  - (c) Priority creditors: Unknown at this time.
  - (d) General unsecured creditors: Unknown at this time.
- (6) Final disposition of case and percentage of dividend paid to creditors: This is the second monthly fee statement.

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<sup>2</sup> The invoice attached hereto as **Exhibit B** contains detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period.

**Exhibit A**

**Retention Order**

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**Caption in Compliance with D.N.J. LBR 9004-1(b)**

**KIRKLAND & ELLIS LLP**

**KIRKLAND & ELLIS INTERNATIONAL LLP**

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)

Emily E. Geier, P.C. (admitted *pro hac vice*)

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*Proposed Co-Counsel for Debtors and Debtors in Possession*

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.<sup>1</sup>



Order Filed on June 1, 2023

by Clerk

U.S. Bankruptcy Court

District of New Jersey

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

**ORDER AUTHORIZING THE RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP  
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR THE DEBTORS AND  
DEBTORS IN POSSESSION EFFECTIVE AS OF APRIL 23, 2023**

The relief set forth on the following pages, numbered two (2) through seven (7), is ORDERED.

**DATED: June 1, 2023**

A handwritten signature in black ink, appearing to read "Vincent F. Papalia".

Honorable Vincent F. Papalia  
United States Bankruptcy Judge

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

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Debtors: BED BATH & BEYOND INC., *et al.*  
Case No. 23-13359 (VFP)  
Caption of Order: Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023.

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Upon the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023* (the “Application”),<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for the entry of an order (the “Order”) authorizing the Debtors to retain and employ Kirkland & Ellis LLP and Kirkland & Ellis International LLP (collectively, “Kirkland”) as their attorneys effective as of the Petition Date, pursuant to sections 327(a) and 330 of title 11 of the United States Code (the “Bankruptcy Code”), rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the District of New Jersey (the “Local Rules”); and the Court having reviewed the Application, the Declaration of Joshua A. Sussberg, the president of Joshua A. Sussberg, P.C., a partner of Kirkland & Ellis LLP, and a partner of Kirkland & Ellis International LLP (the “Sussberg Declaration”), and the declaration of Holly Etlin, the Chief Restructuring Officer and Chief Financial Officer of Bed Bath & Beyond Inc. (the “Etlin Declaration”); and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that the Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found based on the representations made in the Application and in the Sussberg Declaration that (a) Kirkland does not hold or represent an interest

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

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Debtors: BED BATH & BEYOND INC., *et al.*  
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adverse to the Debtors' estates and (b) Kirkland is a "disinterested person" as defined in section 101(14) of the Bankruptcy Code and as required by section 327(a) of the Bankruptcy Code; and the Court having found that the relief requested in the Application is in the best interests of the Debtors' estates; and the Court having found that the Debtors provided adequate and appropriate notice of the Application under the circumstances and that no other or further notice is required; and the Court having reviewed the Application and having heard statements in support of the Application at a hearing held before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Application and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, and the Court having been advised that all formal and informal objections to the Motion have been resolved, **IT IS HEREBY ORDERED THAT:**

1. The Application is granted to the extent set forth herein.
2. The Debtors are authorized to retain and employ Kirkland as their attorneys effective as of the Petition Date in accordance with the terms and conditions set forth in the Application and in the Engagement Letter attached hereto as **Exhibit 1**.
3. Kirkland is authorized to provide the Debtors with the professional services as described in the Application and the Engagement Letter. Specifically, but without limitation, Kirkland will render the following legal services:
  - a. advising the Debtors with respect to their powers and duties as debtors in possession in the continued management and operation of their businesses and properties;

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Debtors: BED BATH & BEYOND INC., *et al.*  
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- b. advising and consulting on their conduct during these chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;
- c. attending meetings and negotiating with representatives of creditors and other parties in interest;
- d. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e. preparing pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f. representing the Debtors in connection with obtaining authority to continue using cash collateral and postpetition financing;
- g. advising the Debtors in connection with any potential sale of assets;
- h. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates;
- i. advising the Debtors regarding tax matters;
- j. taking any necessary action on behalf of the Debtors to negotiate, prepare, and obtain approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- k. performing all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including: (i) analyzing the Debtors' leases and contracts and the assumption and assignment or rejection thereof; (ii) analyzing the validity of liens against the Debtors' assets; and (iii) advising the Debtors on corporate and litigation matters.

4. Kirkland shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the

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Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court. Kirkland also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Kirkland in these chapter 11 cases.

5. Notwithstanding anything in the Engagement Letter to the contrary, Kirkland shall apply any remaining amounts of its prepetition advance payment retainer as a credit toward postpetition fees and expenses, after such postpetition fees and expenses are approved pursuant to an order of the Court awarding fees and expenses to Kirkland. Kirkland is authorized without further order of the Court to reserve and apply amounts from the prepetition advance payment retainer that would otherwise be applied toward payment of postpetition fees and expenses as are necessary and appropriate to compensate and reimburse Kirkland for fees or expenses incurred on or prior to the Petition Date consistent with its ordinary course billing practices.

6. Notwithstanding anything to the contrary in the Application, the Engagement Letter, or the Declarations attached to the Application, the reimbursement provisions allowing the reimbursement of fees and expenses incurred in connection with participating in, preparing for, or responding to any action, claim, suit, or proceeding brought by or against any party that relates to the legal services provided under the Engagement Letter and fees for defending any objection to

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Kirkland's fee applications under the Bankruptcy Code are not approved pending further order of the Court.

7. Kirkland shall not charge a markup to the Debtors with respect to fees billed by contract attorneys who are hired by Kirkland to provide services to the Debtors and shall ensure that any such contract attorneys are subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code and Bankruptcy Rules.

8. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Kirkland shall coordinate with Cole Schotz and any additional firms the Debtors retain regarding their respective responsibilities in these chapter 11 cases.

9. Kirkland shall provide ten-business-days' notice to the Debtors, the U.S. Trustee, and any official committee before any increases in the rates set forth in the Application or the Engagement Letter are implemented and shall file such notice with the Court. The U.S. Trustee retains all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

10. No agreement or understanding exists between Kirkland and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these chapter 11 cases, nor shall Kirkland share or agree to share compensation received for services rendered in connection with these chapter 11 cases with any other person other than as permitted by Bankruptcy Code section 504.

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Debtors: BED BATH & BEYOND INC., *et al.*  
Case No. 23-13359 (VFP)  
Caption of Order: Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023.

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11. The Debtors and Kirkland are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

12. Notice of the Application as provided therein is deemed to be good and sufficient notice of such Application, and the requirements of the Local Rules are satisfied by the contents of the Application.

13. To the extent the Application, the Sussberg Declaration, the Etlin Declaration, or the Engagement Letter is inconsistent with this Order, the terms of this Order shall govern.

14. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Application or otherwise waived.

15. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

16. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

**Exhibit 1**

**Engagement Letter**

## KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

Josh Sussberg, P.C.  
To Call Writer Directly:  
+1 212 446 4829  
joshua.sussberg@kirkland.com

601 Lexington Avenue  
New York, NY 10022  
United States

+1 212 446 4800

www.kirkland.com

Facsimile:  
+1 212 446 4900

December 22, 2022

Sue Gove  
Director, President & Chief Executive Officer  
Bed Bath & Beyond Inc.  
650 Liberty Avenue  
Union, New Jersey 07083

Re: Retention to Provide Legal Services

Dear Ms. Gove:

We are very pleased that you have asked us to represent Bed Bath & Beyond Inc. and its wholly owned subsidiaries, including those listed in an addendum to this letter (collectively, “Client”) in connection with a potential restructuring. Please note, the Firm’s representation is only of Client; the Firm does not and will not represent any direct or indirect shareholder, director, officer, partner, employee, affiliate, or joint venturer of Client or of any other entity.

**General Terms.** This retention letter (this “Agreement”) sets forth the terms of Client’s retention of Kirkland & Ellis LLP (and its affiliated entity Kirkland & Ellis International LLP (collectively, the “Firm”)) to provide legal services and constitutes an agreement between the Firm and Client (the “Parties”). This Agreement (notwithstanding any guidelines for outside counsel that Client may provide to the Firm) sets forth the Parties’ entire agreement for rendering professional services for the current matter, as well as for all other existing or future matters (collectively, the “Engagement”), except where the Parties otherwise agree in writing.

**Fees.** The Firm will bill Client for fees incurred at its regular hourly rates and in quarterly increments of an hour (or in smaller time increments as otherwise required by a court). The Firm reserves the right to adjust the Firm’s billing rates from time to time in the ordinary course of the Firm’s representation of Client.

Although the Firm will attempt to estimate fees to assist Client in Client’s planning if requested, such estimates are subject to change and are not binding unless otherwise expressly and unequivocally stated in writing.

**Expenses.** Expenses related to providing services shall be included in the Firm’s statements as disbursements advanced by the Firm on Client’s behalf. Such expenses include photocopying, printing, scanning, witness fees, travel expenses, filing and recording fees, certain secretarial overtime, and other overtime expenses, postage, express mail, and messenger charges,

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deposition costs, computerized legal research charges, and other computer services, and miscellaneous other charges. Client shall pay directly (and is solely responsible for) certain larger costs, such as consultant or expert witness fees and expenses, and outside suppliers' or contractors' charges, unless otherwise agreed by the Parties. By executing this Agreement below, Client agrees to pay for all charges in accordance with the Firm's schedule of charges, a copy of which is attached hereto at Schedule 1, as revised from time to time.

**Billing Procedures.** The Firm's statements of fees and expenses are typically delivered monthly, but the Firm reserves the right to alter the timing of delivering its statements depending on circumstances. Client may have the statement in any reasonable format it chooses, but the Firm will select an initial format for the statement unless Client otherwise requests in writing. Depending on the circumstances, however, estimated or summary statements may be provided, with time and expense details to follow thereafter.

**Retainer.** Client agrees to provide to the Firm an "advance payment retainer," as defined in Rule 1.15(c) of the Illinois Rules of Professional Conduct, *Dowling v. Chicago Options Assoc., Inc.*, 875 N.E.2d 1012, 1018 (Ill. 2007), and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein), in the amount of \$1,000,000. In addition, Client agrees to provide one or more additional advance payment retainers upon request by the Firm so that the amount of any advance payment retainers remains at or above the Firm's estimated fees and expenses. The Firm may apply the advance payment retainers to any outstanding fees as services are rendered and to expenses as they are incurred. Client understands and acknowledges that any advance payment retainers are earned by the Firm upon receipt, any advance payment retainers become the property of the Firm upon receipt, Client no longer has a property interest in any advance payment retainers upon the Firm's receipt, any advance payment retainers will be placed in the Firm's general account and will not be held in a client trust account, and Client will not earn any interest on any advance payment retainers; provided, however, that solely to the extent required under applicable law, at the conclusion of the Engagement, if the amount of any advance payment retainers held by the Firm is in excess of the amount of the Firm's outstanding and estimated fees, expenses, and costs, the Firm will pay to Client the amount by which any advance payment retainers exceed such fees, expenses, and costs. Client further understands and acknowledges that the use of advance payment retainers is an integral condition of the Engagement, and is necessary to ensure that: Client continues to have access to the Firm's services; the Firm is compensated for its representation of Client; the Firm is not a pre-petition creditor in the event of a Restructuring Case; and that in light of the foregoing, the provision of the advance payment retainers is in Client's best interests. The fact that Client has provided the Firm with an advance payment retainer does not affect Client's right to terminate the client-lawyer relationship.

Please be advised that there is another type of retainer known as a "security retainer," as defined in *Dowling v. Chicago Options Assoc.*, 875 N.E.2d at 1018, and *In re Caesars Entm't Operating Co., Inc.*, No. 15-01145 (ABG) (Bankr. N.D. Ill. May 28, 2015) (and cases cited therein). A security retainer remains the property of the client until the lawyer applies it to charges for services that are actually rendered and expenses that are incurred. Any unearned funds are then returned to the client. In other circumstances not present here, the Firm would consider a security retainer and Client's funds would be held in the Firm's segregated client trust account until applied

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to pay fees and expenses. Funds in a security retainer, however, can be subject to claims of Client's creditors and, if taken by creditors, may leave Client unable to pay for ongoing legal services, which may result in the Firm being unable to continue the Engagement. Moreover, a security retainer creates clawback risks for the Firm in the event of an insolvency proceeding. The choice of the type of retainer to be used is Client's choice alone, but for the Engagement and for the reasons set forth above, the Firm is unwilling to represent Client in the Engagement without using the advance payment retainer.

**Termination.** The Engagement may be terminated by either Party at any time by written notice by or to Client. The Engagement will end at the earliest of (a) Client's termination of the Engagement, (b) the Firm's withdrawal, and (c) the substantial completion of the Firm's substantive work. If permission for withdrawal is required by a court, the Firm shall apply promptly for such permission, and termination shall coincide with the court order for withdrawal. If this Agreement or the Firm's services are terminated for any reason, such termination shall be effective only to terminate the Firm's services prospectively and all the other terms of this Agreement shall survive any such termination.

Upon cessation of the Firm's active involvement in a particular matter (even if the Firm continues active involvement in other matters on Client's behalf), the Firm will have no further duty to inform Client of future developments or changes in law as may be relevant to such matter. Further, unless the Parties mutually agree in writing to the contrary, the Firm will have no obligation to monitor renewal or notice dates or similar deadlines that may arise from the matters for which the Firm had been retained.

**Cell Phone and E-Mail Communication.** The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by cell telephone, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client does not wish the Firm to discuss privileged matters on cell telephones with Client or Client's professionals or agents.

The Firm hereby informs Client and Client hereby acknowledges that the Firm's attorneys sometimes communicate with their clients and their clients' professionals and agents by unencrypted e-mail, that such communications are capable of being intercepted by others and therefore may be deemed no longer protected by the attorney-client privilege, and that Client must inform the Firm if Client wishes to institute a system to encode all e-mail between the Firm and Client or Client's professionals or agents.

**File Retention.** All records and files will be retained and disposed of in compliance with the Firm's policy in effect from time to time. Subject to future changes, it is the Firm's current policy generally not to retain records relating to a matter for more than five years. Upon Client's prior written request, the Firm will return client records that are Client's property to Client prior to their destruction. Although we will return your records (i.e., your client file) to you at any time upon your written request, you agree that your client file will not include our Firm's internal files including administrative materials, internal communications, and drafts. It is not administratively feasible for the Firm to advise Client of the closing of a matter or the disposal of records. The

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Firm recommends, therefore, that Client maintain Client's own files for reference or submit a written request for Client's client files promptly upon conclusion of a matter. Notwithstanding anything to the contrary herein, Client acknowledges and agrees that any applicable privilege of Client (including any attorney-client and work product privilege or any duty of confidentiality) (collectively, the "Privileges") belongs to Client alone and not to any successor entity (including without limitation the Client after a change in control or other similar restructuring or non-restructuring transaction (including without limitation a reorganized Client after the effective date of a plan of reorganization), whether through merger, asset or equity sale, business combination, or otherwise, irrespective of whether such transaction occurs in a Restructuring Case or on an out-of-court basis (in each case, a "Transaction")). Client hereby waives any right, title, and interest of such successor entity to all information, data, documents, or communications in any format covered by the Privileges that is in the possession of the Firm ("Firm Materials"), to the extent that such successor entity had any right, title, and interest to such Firm Materials. For the avoidance of doubt, Client agrees and acknowledges that after a Transaction, such successor entity shall have no right to claim or waive the Privileges or request the return of any such Firm Materials; instead, such Firm Materials shall remain in the Firm's sole possession and control for its exclusive use, and the Firm will (a) not waive any Privileges or disclose the Firm Materials, (b) take all reasonable steps to ensure that the Privileges survive and remain in full force and effect, and (c) assert the Privileges to prevent disclosure of any Firm Materials.

**Data Protection.** You further agree that, if you provide us with personal data, you have complied with applicable data protection legislation and that we may process such personal data in accordance with our Data Transfer and Privacy Policy at [www.kirkland.com](http://www.kirkland.com). We process your personal data in order to (i) carry out work for you; (ii) share the data with third parties such as expert witnesses and other professional advisers if our work requires; (iii) comply with applicable laws and regulations and (iv) provide you with information relating to our Firm and its services.

**Conflicts of Interest.** As is customary for a law firm of the Firm's size, there are numerous business entities, with which Client currently has relationships, that the Firm has represented or currently represents in matters unrelated to Client.

Further, in undertaking the representation of Client, the Firm wants to be fair not only to Client's interests but also to those of the Firm's other clients. Because Client is engaged in activities (and may in the future engage in additional activities) in which its interests may diverge from those of the Firm's other clients, the possibility exists that one of the Firm's current or future clients may take positions adverse to Client (including litigation or other dispute resolution mechanisms) in a matter in which such other client may have retained the Firm or one of Client's adversaries may retain the Firm in a matter adverse to another entity or person.

In the event a present conflict of interest exists between Client and the Firm's other clients or in the event one arises in the future, Client agrees to waive any such conflict of interest or other objection that would preclude the Firm's representation of another client (a) in other current or future matters substantially unrelated to the Engagement or (b) other than during a Restructuring Case (as defined below), in other matters related to Client (such representation an "Allowed Adverse Representation"). By way of example, such Allowed Adverse Representations might take the form of, among other contexts: litigation (including arbitration, mediation and other forms of

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dispute resolution); transactional work (including consensual and non-consensual merger, acquisition, and takeover situations, financings, and commercial agreements); counseling (including advising direct adversaries and competitors); and restructuring (including bankruptcy, insolvency, financial distress, recapitalization, equity and debt workouts, and other transactions or adversarial adjudicative proceedings related to any of the foregoing and similar matters).

Client also agrees that it will not, for itself or any other entity or person, assert that either (i) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (ii) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing another entity or person in any Allowed Adverse Representation. Client further agrees that any Allowed Adverse Representation does not breach any duty that the Firm owes to Client or any of Client's affiliates. Client also agrees that the Firm's representation in the Engagement is solely of Client and that no member or other entity or person related to it (such as a shareholder, parent, subsidiary, affiliate, director, officer, partner, employee, or joint venturer) has the status of a client for conflict of interest purposes.

In addition, if a waiver of a conflict of interest necessary to allow the Firm to represent another client in a matter that is not substantially related to the Engagement is not effective for any reason, Client agrees that the Firm may withdraw from the Engagement. Should that occur, Client will not, for itself or any other entity or person, seek to preclude such termination of services or assert that either (a) the Firm's representation of Client or any of Client's affiliates in any past, present, or future matter or (b) the Firm's actual or possible possession of confidential information belonging to Client or any of Client's affiliates is a basis to disqualify the Firm from representing such other client or acting on such adverse matter.

It is important that you review this letter carefully and consider all of the advantages and disadvantages of waiving certain conflicts of interests that would otherwise bar the Firm from representing parties with interests adverse to you during the time in which the Firm is representing you. You also understand that because this waiver includes future issues and future clients that are unknown and unknowable at this time, it is impossible to provide you with any more details about those prospective clients and matters. Thus, in choosing to execute this waiver, you have recognized the inherent uncertainty about the array of potential matters and clients the Firm might take on in matters that are adverse to you but have nonetheless decided it is in your interest to waive conflicts of interest regarding the Allowed Adverse Representations and waive rights to prohibit the Firm's potential withdrawal should a conflict waiver prove ineffectual.

The Firm informs Client that certain entities owned by current or former Firm attorneys and senior staff ("attorney investment entities") have investments in funds or companies that may, directly or indirectly, be affiliated with Client, hold investments in Client's debt or equity securities, may be adverse to Client, or conduct commercial transactions with Client (each, a "Passive Holding"). The attorney investment entities are passive and have no management or other control rights in such funds or companies. The Firm notes that other persons may in the future assert that a Passive Holding creates, in certain circumstances, a conflict between the Firm's exercise of its independent professional judgment in rendering advice to Client and the financial interest of Firm attorneys participating in the attorney investment entities, and such other persons

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might seek to limit Client's ability to use the Firm to advise Client on a particular matter. While the Firm cannot control what a person might assert or seek, the Firm believes that the Firm's judgment will not be compromised by virtue of any Passive Holding. Please let us know if Client has any questions or concerns regarding the Passive Holdings. By executing this letter, Client acknowledges the Firm's disclosure of the foregoing.

**Insurance.** As required under California Business and Professions Code § 6148, Client is hereby advised that the Firm maintains errors and omissions insurance coverage that will be applicable to the services to be rendered by the Firm on Client's behalf as described in this Agreement.

**Restructuring Cases.** If it becomes necessary for Client to commence a restructuring case under chapter 11 of the U.S. Bankruptcy Code (a "Restructuring Case"), the Firm's ongoing employment by Client will be subject to the approval of the court with jurisdiction over the petition. If necessary, the Firm will take steps necessary to prepare the disclosure materials required in connection with the Firm's retention as lead restructuring counsel. In the near term, the Firm will begin conflicts checks on potentially interested parties as provided by Client.

If necessary, the Firm will prepare a preliminary draft of a schedule describing the Firm's relationships with certain interested parties (the "Disclosure Schedule"). The Firm will give Client a draft of the Disclosure Schedule once it is available. Although the Firm believes that these relationships do not constitute actual conflicts of interest, these relationships must be described and disclosed in Client's application to the court to retain the Firm.

If in the Firm's determination a conflict of interest arises in Client's Restructuring Case requiring separate conflicts counsel, then Client will be required to use separate conflicts counsel in those matters.

**No Guarantee of Success.** It is impossible to provide any promise or guarantee about the outcome of Client's matters. Nothing in this Agreement or any statement by Firm staff or attorneys constitutes a promise or guarantee. Any comments about the outcome of Client's matter are simply expressions of judgment and are not binding on the Firm.

**Consent to Use of Information.** In connection with future materials that, for marketing purposes, describe facets of the Firm's law practice and recite examples of matters the Firm handles on behalf of clients, Client agrees that, if those materials avoid disclosing Client's confidences and secrets as defined by applicable ethical rules, they may identify Client as a client, may contain factual synopses of Client's matters, and may indicate generally the results achieved.

**Reimbursement of Fees and Expenses.** Client agrees to promptly reimburse the Firm for all internal or external fees and expenses, including the amount of the Firm's attorney and paralegal time at normal billing rates, as incurred by the Firm in connection with participating in, preparing for, or responding to any action, claim, objection, suit, or proceeding brought by or against any third-party that relates to the legal services provided by the Firm under this Agreement. Without limiting the scope of the foregoing, and by way of example only, this paragraph extends to all such fees and expenses incurred by the Firm: in responding to document subpoenas, and preparing for

December 22, 2022

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and testifying at depositions and trials; and with respect to the filing, preparation, prosecution or defense of any applications by the Firm for approval of fees and expenses in a judicial, arbitral, or similar proceeding. Further, Client understands, acknowledges, and agrees that in connection with a Restructuring Case, if Client has not objected to the payment of a Firm invoice or to a Firm fee and expense application, has in fact paid such invoice, or has approved such fee and expense application, then Client waives its right (and the right of any successor entity as a result of a Transaction or otherwise) to subsequently object to the payment of fees and expenses covered by such invoice or fee application.

**LLP.** Kirkland & Ellis LLP is a limited liability partnership organized under the laws of Illinois, and Kirkland & Ellis International LLP is a limited liability partnership organized under the laws of Delaware. Pursuant to those statutory provisions, an obligation incurred by a limited liability partnership, whether arising in tort, contract or otherwise, is solely the obligation of the limited liability partnership, and partners are not personally liable, directly or indirectly, by way of indemnification, contribution, assessment or otherwise, for such obligation solely by reason of being or so acting as a partner.

**Governing Law.** This Agreement shall be governed by, and construed in accordance with, the laws of the State of Illinois, without giving effect to the conflicts of law principles thereof.

**Miscellaneous.** This Agreement sets forth the Parties' entire agreement for rendering professional services. It can be amended or modified only in writing and not orally or by course of conduct. Each Party signing below is jointly and severally responsible for all obligations due to the Firm and represents that each has full authority to execute this Agreement so that it is binding. This Agreement may be signed in one or more counterparts and binds each Party countersigning below, whether or not any other proposed signatory ever executes it. If any provision of this Agreement or the application thereof is held invalid or unenforceable, the invalidity or unenforceability shall not affect other provisions or applications of this Agreement which can be given effect without such provisions or application, and to this end the provisions of this Agreement are declared to be severable. Any agreement or waiver contained herein by Client extends to any assignee or successor in interest to Client, including without limitation the reorganized Client upon and after the effective date of a plan of reorganization in a Restructuring Case.

This Agreement is the product of arm's-length negotiations between sophisticated parties, and Client acknowledges that it is experienced with respect to the retention of legal counsel. Therefore, the Parties acknowledge and agree that any otherwise applicable rule of contract construction or interpretation which provides that ambiguities shall be construed against the drafter (and all similar rules of contract construction or interpretation) shall not apply to this Agreement. The Parties further acknowledge that the Firm is not advising Client with respect to this Agreement because the Firm would have a conflict of interest in doing so, and that Client has consulted (or had the opportunity to consult) with legal counsel of its own choosing. Client further acknowledges that Client has entered into this Agreement and agreed to all of its terms and conditions voluntarily and fully-informed, based on adequate information and Client's own independent judgment. The Parties further acknowledge that they intend for this Agreement to be effective and fully enforceable upon its execution and to be relied upon by the Parties.

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Please confirm your agreement with the arrangements described in this letter by signing the enclosed copy of this letter in the space provided below and returning it to us. Please understand that, if we do not receive a signed copy of this letter within twenty-one days, we will withdraw from representing you in this Engagement.

Very truly yours,

KIRKLAND & ELLIS LLP

By: \_\_\_\_\_

Printed Name: Joshua A. Sussberg, P.C.  
Title: Partner

Agreed and accepted this 22<sup>nd</sup> day of December, 2022

BED BATH & BEYOND INC., on behalf of itself  
and its subsidiaries

DocuSigned by:

By: \_\_\_\_\_

Sue Gove

66C85A686824E1...

Name: Sue Gove

Title: President & Chief Executive Officer

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**ADDENDUM: List of Client Subsidiaries**

Bed Bath & Beyond Canada L.P.

BUY BUY BABY, INC.

Decorist, LLC

Harmon Stores, Inc.

BED BATH & BEYOND OF CALIFORNIA LIMITED LIABILITY COMPANY

BBB CANADA LP INC.

BBB Canada Ltd.

BBB Value Services Inc.

BBBY Management Corporation

BBBYCF LLC

BBBYTF LLC

bed 'n bath Stores Inc.

BWAO LLC

CHEF C HOLDINGS LLC

LIBERTY PROCUREMENT CO. INC.

Alamo Bed Bath & Beyond Inc.

Bed Bath & Beyond of

Annapolis Inc.

Bed Bath & Beyond of Arundel Inc.

Bed Bath & Beyond of Baton Rouge Inc.

Bed Bath & Beyond of

Birmingham Inc.

Bed Bath & Beyond of Bridgewater Inc.

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Bed Bath & Beyond of Davenport Inc.

Bed Bath & Beyond of Gallery Place, L.L.C.

Bed Bath & Beyond of East Hanover Inc.

Bed Bath & Beyond of Edgewater Inc.

Bed Bath & Beyond of Falls Church Inc.

Bed Bath & Beyond of Fashion Center Inc.

Bed Bath & Beyond of Frederick Inc.

Bed Bath & Beyond of

Gaithersburg Inc.

Bed Bath & Beyond of Knoxville Inc.

Bed Bath & Beyond of Lexington Inc.

Bed Bath & Beyond of Lincoln

Park Inc.

Bed Bath & Beyond of Louisville, Inc.

Bed Bath & Beyond of Mandeville Inc.

Bed Bath & Beyond of Opry Inc.

Bed Bath & Beyond of Overland Park Inc.

Bed Bath & Beyond of Palm Desert Inc.

Bed Bath & Beyond of Paradise Valley Inc.

Bed Bath & Beyond of Pittsford

Inc.

Bed Bath & Beyond of Portland Inc.

Bed Bath & Beyond of Rockford

Inc.

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Bed Bath & Beyond of Saint Louis Inc.

Bed Bath & Beyond of Towson Inc.

Bed Bath & Beyond of Virginia

Beach Inc.

Bed Bath & Beyond of Waldorf Inc.

Bed Bath & Beyond of Woodbridge Inc.

Buy Buy Baby of Rockville, Inc.

Buy Buy Baby of Springfield, Inc.

Buy Buy Baby of Totowa, Inc.

Deerbrook Bed Bath & Beyond  
Inc.

Harmon of Brentwood Inc.

Harmon of Caldwell Inc.

Harmon of Carlstadt Inc.

Harmon of Franklin Inc.

Harmon of Greenbrook II Inc.

Harmon of Hackensack Inc.

Harmon of Hanover Inc.

Harmon of Hartsdale Inc.

Harmon of Manalapan Inc.

Harmon of Massapequa Inc.

Harmon of Melville Inc.

Harmon of New Rochelle Inc.

Harmon of Newton Inc.

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Harmon of Old Bridge Inc.

Harmon of Plainview Inc.

Harmon of Raritan Inc.

Harmon of Rockaway Inc.

Harmon of Shrewsbury Inc.

Harmon of Totowa Inc.

Harmon of Wayne Inc.

Harmon of Westfield Inc.

Harmon of Yonkers Inc.

San Antonio Bed Bath &

Beyond Inc.

Springfield Buy Buy Baby, Inc.

BBB Mexico LLC

Bed Bath & Beyond of Manhattan Inc.

Bed Bath & Beyond of Norman Inc.

Harmon of Roxbury Inc.

Of A Kind, Inc.

One Kings Lane LLC

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## KIRKLAND & ELLIS LLP

### CLIENT-REIMBURSABLE EXPENSES AND OTHER CHARGES

*Effective 01/01/2022*

The following outlines Kirkland & Ellis LLP's ("K&E LLP") policies and standard charges for various services performed by K&E LLP and/or by other third parties on behalf of the client which are often ancillary to our legal services. Services provided by in-house K&E LLP personnel are for the convenience of our clients. Given that these services are often ancillary to our legal services, in certain instances it may be appropriate and/or more cost efficient for these services to be outsourced to a third-party vendor. If services are provided beyond those outlined below, pricing will be based on K&E LLP's approximate cost and/or comparable market pricing.

- **Duplicating, Reprographics and Printing:** The following list details K&E LLP's charges for duplicating, reprographics and printing services:
  - ▶ Black and White Copy or Print (all sizes of paper):
    - \$0.16 per impression for all U.S. offices
    - €0.10 per impression in Munich
    - £0.15 per impression in London
    - HK\$1.50 per impression in Hong Kong
    - RMB1.00 per impression in Beijing and Shanghai
  - ▶ Color Copy or Print (all sizes of paper):
    - \$0.55 per impression
  - ▶ Scanned Images:
    - \$0.16 per page for black and white or color scans
  - ▶ Other Services:
    - CD/DVD Duplicating or Mastering - \$7/\$10 per CD/DVD
    - Binding - \$0.70 per binding
    - Large or specialized binders - \$13/\$27
    - Tabs - \$0.13 per item
    - OCR/File Conversion - \$0.03 per page
    - Large Format Printing - \$1.00 per sq. ft.
- **Secretarial and Word Processing:** Clients are not charged for secretarial and word processing activities incurred on their matters during standard business hours.
- **Overtime Charges:** Clients will be charged for overtime costs for secretarial and document services work if either (i) the client has specifically requested the after-hours work or (ii) the nature of the work being done for the client necessitates out-of-hours overtime and such work could not have been done during normal working hours. If these conditions are satisfied, costs for related overtime meals and transportation also will be charged.

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- **Travel Expenses:** We charge clients our out-of-pocket costs for travel expenses including associated travel agency fees. We charge coach fares (business class for international flights) unless the client has approved business-class, first-class or an upgrade. K&E LLP personnel are instructed to incur only reasonable airfare, hotel and meal expenses. K&E LLP negotiates, uses, and passes along volume discount hotel and air rates whenever practicable. However, certain retrospective rebates may not be passed along.
- **Catering Charges:** Clients will be charged for any in-house catering service provided in connection with client matters.
- **Communication Expenses:** We do not charge clients for telephone calls or faxes made from K&E LLP's offices with the exception of third-party conference calls and videoconferences.

Charges incurred for conference calls, videoconferences, cellular telephones, and calls made from other third-party locations will be charged to the client at the actual cost incurred. Further, other telecommunication expenses incurred at third-party locations (e.g., phone lines at trial sites, Internet access, etc.) will be charged to the client at the actual cost incurred.

- **Overnight Delivery/Postage:** We charge clients for the actual cost of overnight and special delivery (e.g., Express Mail, FedEx, and DHL), and U.S. postage for materials mailed on the client's behalf. K&E LLP negotiates, uses, and passes along volume discount rates whenever practicable.
- **Messengers:** We charge clients for the actual cost of a third party vendor messenger.
- **Library Research Services:** Library Research staff provides research and document retrieval services at the request of attorneys, and clients are charged per hour for these services. Any expenses incurred in connection with the request, such as outside retrieval service or online research charges, are passed on to the client at cost, including any applicable discounts.
- **Online Research Charges:** K&E LLP charges for costs incurred in using third-party online research services in connection with a client matter. K&E LLP negotiates and uses discounts or special rates for online research services whenever possible and practicable and passes through the full benefit of any savings to the client based on actual usage.
- **Inter-Library Loan Services:** Our standard client charge for inter-library loan services when a K&E LLP library employee borrows a book from an outside source is \$25 per title. There is no client charge for borrowing books from K&E LLP libraries in other cities or from outside collections when the title is part of the K&E LLP collection but unavailable.

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- **Off-Site Legal Files Storage:** Clients are not charged for off-site storage of files unless the storage charge is approved in advance.
- **Electronic Data Storage:** K&E LLP will not charge clients for costs to store electronic data and files on K&E LLP's systems if the data stored does not exceed 100 gigabytes (GB). If the data stored for a specific client exceeds 100GB, K&E LLP will charge clients \$6.00 per month/per GB for all network data stored until the data is either returned to the client or properly disposed of. For e-discovery data on the Relativity platform, K&E LLP will also charge clients \$6.00 per month/per GB until the data is either returned to the client or properly disposed of.
- **Calendar Court Services:** Our standard charge is \$25 for a court filing and other court services or transactions.
- **Supplies:** There is no client charge for standard office supplies. Clients are charged for special items (e.g., a minute book, exhibit tabs/indexes/dividers, binding, etc.) and then at K&E LLP's actual cost.
- **Contract Attorneys and Contract Non-Attorney Billers:** If there is a need to utilize a contract attorney or contract non-attorney on a client engagement, clients will be charged a standard hourly rate for these billers unless other specific billing arrangements are agreed between K&E LLP and client.
- **Expert Witnesses, Experts of Other Types, and Other Third Party Consultants:** If there is a need to utilize an expert witness, expert of other type, or other third party consultant such as accountants, investment bankers, academicians, other attorneys, etc. on a client engagement, clients will be requested to retain or pay these individuals directly unless specific billing arrangements are agreed between K&E LLP and client.
- **Third Party Expenditures:** Third party expenditures (e.g., corporate document and lien searches, lease of office space at Trial location, IT equipment rental, SEC and regulatory filings, etc.) incurred on behalf of a client, will be passed through to the client at actual cost. If the invoice exceeds \$50,000, it is K&E LLP's policy that wherever possible such charges will be directly billed to the client. In those circumstances where this is not possible, K&E LLP will seek reimbursement from our client prior to paying the vendor.

Unless otherwise noted, charges billed in foreign currencies are determined annually based on current U.S. charges at an appropriate exchange rate.

Form order – ntcorder

**UNITED STATES BANKRUPTCY COURT**

District of New Jersey  
MLK Jr Federal Building  
50 Walnut Street  
Newark, NJ 07102

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Case No.: 23–13359–VFP  
Chapter: 11  
Judge: Vincent F. Papalia

In Re: Debtor(s) (name(s) used by the debtor(s) in the last 8 years, including married, maiden, trade, and address):

Bed Bath & Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07083

Social Security No.:

Employer's Tax I.D. No.:  
11–2250488

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**NOTICE OF JUDGMENT OR ORDER  
Pursuant to Fed. R. Bankr. P. 9022**

Please be advised that on June 5, 2023, the court entered the following judgment or order on the court's docket in the above-captioned case:

Document Number: 617 – 413

Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of April 23, 2023. (Related Doc # 413). Service of notice of the entry of this order pursuant to Rule 9022 was made on the appropriate parties. See BNC Certificate of Notice. Signed on 6/1/2023. (jf)

Parties may review the order by accessing it through PACER or the court's electronic case filing system (CM/ECF). Public terminals for viewing are also available at the courthouse in each vicinage.

Dated: June 5, 2023

JAN: jf

Jeanne Naughton  
Clerk

**Exhibit B**

**Invoice**

Document Page 38 of 299  
**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080198**

**Client Matter: 53510-5**

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**In the Matter of Corporate & Governance Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 134,047.50

Total legal services rendered

\$ 134,047.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Mac A. Bank	4.20	885.00	3,717.00
Lindsey Beran	0.50	1,415.00	707.50
Alex Blaznik	0.10	995.00	99.50
Seth Cohen	2.20	985.00	2,167.00
Alessandra Corona Henriques	36.50	995.00	36,317.50
Sydney Corry	2.60	985.00	2,561.00
Tamar Donikyan	11.20	1,945.00	21,784.00
Daniel Elizondo	1.70	1,425.00	2,422.50
Ross J. Fiedler	2.10	1,245.00	2,614.50
Max M. Freedman	0.70	885.00	619.50
Emily Geier, P.C.	9.10	1,495.00	13,604.50
Stephanie Greco	0.20	1,425.00	285.00
Samantha Helgason	2.50	885.00	2,212.50
Noelle M. Howard	3.90	735.00	2,866.50
Nisha Kanchanapoomi, P.C.	2.00	1,795.00	3,590.00
Jacquelyn M. Kasulis, P.C.	0.90	1,835.00	1,651.50
Jackson Kennedy	2.50	850.00	2,125.00
Abdullah J. Khan	9.70	735.00	7,129.50
Allison Lullo	0.80	1,410.00	1,128.00
Sarah R. Margolis	0.20	995.00	199.00
Christian O. Nagler, P.C.	3.60	2,045.00	7,362.00
Zak Piech	0.20	735.00	147.00
Michael A. Sloman	0.90	885.00	796.50
Josh Sussberg, P.C.	2.30	2,045.00	4,703.50
Baya Yantren	4.20	985.00	4,137.00
Mary Catherine Young	0.40	735.00	294.00
Anthony Zangrillo	6.80	1,295.00	8,806.00
<b>TOTALS</b>	<b>112.00</b>		<b>\$ 134,047.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Lindsey Beran	0.50	Draft talking points re disinterested director update (.4); correspond with J. Kasulis, A. Lullo re same (.1).
05/01/23	Alessandra Corona Henriques	0.50	Draft, revise 10-K.
05/01/23	Emily Geier, P.C.	0.70	Participate in board meeting (.5); prepare for same (.2).
05/01/23	Allison Lullo	0.40	Draft talking points re disinterested directors.
05/01/23	Anthony Zangrillo	0.20	Review, analyze 10-K.
05/02/23	Alessandra Corona Henriques	6.00	Draft 10-K (3.9); revise re same (1.9); correspond with Company re same (.2).
05/02/23	Tamar Donikyan	0.70	Correspond with various parties re comments to 10-K.
05/02/23	Emily Geier, P.C.	1.40	Correspond with Company, D. Hunter, K&E team re governance matters.
05/02/23	Jacquelyn M. Kasulis, P.C.	0.90	Prepare for status update with disinterested directors (.4); telephone conference with disinterested directors re matter update (.5).
05/02/23	Allison Lullo	0.40	Conference with L. Beran, disinterested directors re matter status.
05/02/23	Christian O. Nagler, P.C.	0.50	Participate in telephone conference re SEC reporting obligations.
05/02/23	Mary Catherine Young	0.40	Conference with D. Hunter, disinterested directors re restructuring update.
05/02/23	Anthony Zangrillo	1.20	Review and analyze 10-K.
05/03/23	Alex Blaznik	0.10	Review existing documentation re Christmas Tree Shops disclosures.
05/03/23	Sydney Corry	2.60	Correspond with A. Lullo, B. Yantren re board materials (.6); review board materials (.9); draft spreadsheet summary re same (1.1).
05/03/23	Emily Geier, P.C.	1.10	Telephone conference with disinterested directors re status and next steps (.6); correspond with directors re same (.5).
05/03/23	Baya Yantren	1.00	Coordinate with S. Corry re board materials review.
05/04/23	Alessandra Corona Henriques	1.00	Draft, revise 10-K.
05/04/23	Tamar Donikyan	2.20	Analyze and comment on 10-K (1.8); conference with K&E team, A. Henriques re same (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Josh Sussberg, P.C.	0.40	Conference with independent directors re case status.
05/04/23	Anthony Zangrillo	0.30	Review and analyze 10-K.
05/05/23	Mac A. Bank	0.70	Review, analyze SEC filings re audit report (.3); draft analysis re same (.3); correspond with R. Fiedler re same (.1).
05/05/23	Alessandra Corona Henriques	5.00	Draft 10-K (3.9); revise re same (1.1).
05/05/23	Tamar Donikyan	1.00	Analyze revisions to 10-K (.5); analyze audit response re same (.5).
05/05/23	Abdullah J. Khan	1.70	Respond to PwC queries (.3); review, revise 10-K (1.4).
05/05/23	Anthony Zangrillo	1.50	Analyze timeline re 10-K (.5); analyze 10-K (1.0).
05/06/23	Alessandra Corona Henriques	3.00	Draft, revise 10-K (2.5); correspond with T. Donikyan re same (.5).
05/06/23	Ross J. Fiedler	0.30	Review, analyze 10-K filing (.2); correspond with N. Sosnick, K&E team re same (.1).
05/06/23	Noelle M. Howard	3.90	Review, revise 10-K (3.6); correspond with J. Black re same (.3).
05/07/23	Mac A. Bank	0.40	Review, revise audit report response (.2); correspond with R. Fiedler re same (.2).
05/07/23	Alessandra Corona Henriques	0.50	Correspond with Company, PwC team re 10-K.
05/07/23	Jackson Kennedy	2.50	Review and analyze board materials (2.0); draft excerpts of board materials (.5).
05/08/23	Alessandra Corona Henriques	1.00	Review, analyze 10-K.
05/08/23	Tamar Donikyan	2.70	Participate in board meeting (.5); correspond with Board re audit response (.7); review, revise 10-K updates (1.0); correspond with C. Nagler, K&E team re same (.5).
05/08/23	Emily Geier, P.C.	0.90	Participate in board meeting (.7); prepare for same (.2).
05/08/23	Christian O. Nagler, P.C.	0.70	Participate in board call.
05/08/23	Anthony Zangrillo	0.20	Review and analyze 10-K.
05/09/23	Alessandra Corona Henriques	3.00	Draft, revise 10-K.
05/09/23	Tamar Donikyan	1.50	Conference with A. Henriques, K&E team re 10-K revisions (.7); draft, revise open items (.8).
05/09/23	Abdullah J. Khan	2.00	Draft, revise 10-K.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Corporate & Governance Matters

Document Page 42 of 299

Invoice Number: 1050080198  
 Matter Number: 53510-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Baya Yantren	2.50	Draft, revise chart of responsive documents from board of materials review (1.0); review, revise documents re same (.5); organize, prepare audit materials (1.0).
05/09/23	Anthony Zangrillo	1.70	Review and analyze 10-K.
05/10/23	Mac A. Bank	1.10	Review, revise analysis re audit report disclosure (.9); review, analyze considerations re same (.1); telephone conference with A. Lamb re same (.1).
05/10/23	Alessandra Corona Henriques	2.00	Telephone conference with T. Donikyan re Nasdaq Form 25 (1.0); review, analyze Section 16 late filings (1.0).
05/10/23	Tamar Donikyan	0.50	Conference with A. Henriques, K&E team re audit response letter (.2); correspond with A. Henriques, K&E team re AST communications re warrants and share count information (.3).
05/10/23	Samantha Helgason	2.50	Review, analyze precedent disclosures, recently filed pleadings (.9); draft auditor disclosure (1.4); draft correspondence to R. Fiedler re same (.2).
05/10/23	Nisha Kanchanapoomi, P.C.	0.70	Telephone conference re transaction status with company advisors.
05/10/23	Michael A. Sloman	0.90	Review, revise internal Company presentation re bankruptcy overview.
05/10/23	Anthony Zangrillo	1.00	Telephone conference with Company and auditors re 10-K (.5); review and analyze warrants (.5).
05/11/23	Alessandra Corona Henriques	0.50	Telephone conference with Nasdaq re Form 25 filing.
05/12/23	Mac A. Bank	0.30	Review, revise audit report disclosure (.1); correspond with R. Fiedler re same (.1); correspond with R. Fiedler, K&E team re same (.1).
05/12/23	Baya Yantren	0.70	Coordinate document review for committee materials.
05/13/23	Alessandra Corona Henriques	2.00	Draft, revise 10-K.
05/13/23	Christian O. Nagler, P.C.	0.50	Telephone conference with Company re financial advisor.
05/13/23	Anthony Zangrillo	0.50	Review and analyze 10-K.
05/14/23	Tamar Donikyan	0.50	Telephone conference with Company re banking relationships.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/23	Ross J. Fiedler	1.20	Draft, revise board materials (1.0); correspond with E. Geier, K&E team, Company re same (.2).
05/15/23	Mac A. Bank	1.30	Review, revise audit report disclosure analysis (1.2); correspond with R. Fielder re same (.1).
05/15/23	Alessandra Corona Henriques	2.00	Draft, revise 10-K.
05/15/23	Emily Geier, P.C.	1.00	Attend board meeting (.7); prepare for same (.3).
05/15/23	Stephanie Greco	0.20	Review and analyze information sharing concerns and CTA.
05/15/23	Christian O. Nagler, P.C.	0.70	Attend board meeting.
05/15/23	Josh Sussberg, P.C.	0.20	Correspond with E. Geier re board meeting status and next steps (.1); telephone conference with H. Etlin re same (.1).
05/15/23	Anthony Zangrillo	0.20	Review and analyze 10-K.
05/16/23	Mac A. Bank	0.40	Review, revise audit report disclosure analysis (.1); correspond with R. Fiedler re same (.2); correspond with R. Fiedler, K&E team re same (.1).
05/16/23	Daniel Elizondo	1.30	Correspond with Company re confidentiality agreement (.7); review, revise and draft same (.6).
05/17/23	Tamar Donikyan	0.50	Conference with Company re SEC filings.
05/17/23	Nisha Kanchanapoomi, P.C.	0.50	Correspond with company advisors re transaction status (.2); telephone conference with company advisors re same (.3).
05/17/23	Christian O. Nagler, P.C.	0.20	Correspond with D. Hunter, K&E team re stock trading.
05/17/23	Zak Piech	0.20	Research re Company joint-venture agreement.
05/18/23	Emily Geier, P.C.	1.10	Attend board meeting (.8); prepare for same (.3).
05/18/23	Josh Sussberg, P.C.	0.40	Telephone conference with ad hoc committee of board re status.
05/19/23	Tamar Donikyan	0.70	Attend board meeting.
05/19/23	Emily Geier, P.C.	1.10	Attend board meeting (1.0); prepare for same (.1).
05/19/23	Christian O. Nagler, P.C.	1.00	Attend board meeting.
05/19/23	Josh Sussberg, P.C.	1.00	Attend board meeting (.9); prepare for same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Emily Geier, P.C.	0.90	Attend board meeting (.8); prepare for same (.1).
05/23/23	Alessandra Corona Henriques	0.50	Draft, revise 10-K re number of shareholders (.4); correspond with Company re same (.1).
05/23/23	Tamar Donikyan	0.20	Conference with Company re foreign exchange listings.
05/23/23	Sarah R. Margolis	0.10	Correspond with A. Luo re governance documents.
05/24/23	Seth Cohen	2.20	Review, revise RFP R&Os (1.2); conference with Company advisors re same (1.0).
05/24/23	Nisha Kanchanapoomi, P.C.	0.80	Telephone conference re status of case with D. Hunter, K&E team, advisors.
05/24/23	Sarah R. Margolis	0.10	Correspond with R. Young re governance matters.
05/25/23	Daniel Elizondo	0.40	Review, revise confidentiality agreement.
05/25/23	Josh Sussberg, P.C.	0.10	Correspond with Company re director compensation matters.
05/26/23	Alessandra Corona Henriques	0.50	Correspond with re D. Elizondo re monthly report and 8-K filing.
05/26/23	Tamar Donikyan	0.50	Correspond with Company re 8-K filing (.3); correspond with D. Hunter, K&E team re same (.2).
05/26/23	Ross J. Fiedler	0.60	Draft board materials re case administration, key motions and orders (.3); correspond with C. Sterrett, K&E team re same (.1); telephone conference with C. Sterrett, K&E team re same (.1); review re same (.1).
05/30/23	Alessandra Corona Henriques	1.00	Correspond with PwC re 10-K, AST question re fees.
05/30/23	Tamar Donikyan	0.20	Correspond with Company re director compensation matters.
05/30/23	Emily Geier, P.C.	0.90	Attend board meeting (.8); prepare for same (.1).
05/30/23	Abdullah J. Khan	0.50	Draft, revise response to conversion notice.
05/30/23	Josh Sussberg, P.C.	0.20	Correspond re director compensation matters with C. Nagler and E. Geier.
05/31/23	Alessandra Corona Henriques	8.00	Draft 10-K (3.9); revise re same (1.1); telephone conference with Company re late section 16 filings (1.0); review, revise section 16 late filings (2.0).

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080198

Bed Bath and Beyond Inc.

Matter Number:

53510-5

Corporate & Governance Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Max M. Freedman	0.70	Review, revise 10-K (.6); correspond with A. Henriques re same (.1).
05/31/23	Abdullah J. Khan	5.50	Review and review 10-K (2.0); research re conversion notice (1.5) draft, revise response to conversion notice (2.0).
<b>Total</b>		<b>112.00</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080199**  
**Client Matter: 53510-6**

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**In the Matter of Disclosure Statement/Plan/Confirmation**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 89,586.50

Total legal services rendered

\$ 89,586.50

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080199

Bed Bath and Beyond Inc.

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	1.00	995.00	995.00
Amy Donahue	1.00	480.00	480.00
Megan C. Feeney	1.20	735.00	882.00
Ross J. Fiedler	12.30	1,245.00	15,313.50
Julia R. Foster	2.10	480.00	1,008.00
Max M. Freedman	1.40	885.00	1,239.00
Emily Geier, P.C.	12.90	1,495.00	19,285.50
Rachel Golden	1.20	735.00	882.00
Jacqueline Hahn	0.30	325.00	97.50
Samantha Helgason	17.60	885.00	15,576.00
Noelle M. Howard	1.30	735.00	955.50
Derek I. Hunter	2.70	1,375.00	3,712.50
Mike James Koch	0.30	735.00	220.50
Sarah R. Margolis	0.30	995.00	298.50
Chris Pavlovich	1.90	995.00	1,890.50
Zak Piech	1.10	735.00	808.50
Zak Read	0.30	735.00	220.50
Gelareh Sharafi	0.90	735.00	661.50
Michael A. Sloman	1.50	885.00	1,327.50
Noah Z. Sosnick	4.50	995.00	4,477.50
Charles B. Sterrett	2.00	1,155.00	2,310.00
Danielle Walker	1.00	325.00	325.00
Baya Yantren	0.50	985.00	492.50
Mary Catherine Young	6.90	735.00	5,071.50
Rachel Young	14.60	735.00	10,731.00
Tanzila Zomo	1.00	325.00	325.00
<b>TOTALS</b>	<b>91.80</b>		<b>\$ 89,586.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Samantha Helgason	7.50	Draft disclosure statement (3.9); review, analyze chapter 11 plan (1.2); further draft disclosure statement (2.4).
05/01/23	Rachel Young	2.60	Revise disclosure statement motion.
05/02/23	Samantha Helgason	0.30	Conference with R. Young re disclosure statement motion, solicitation materials (.2); prepare for same (.1).
05/02/23	Rachel Young	4.40	Revise disclosure statement motion (2.7); correspond with S. Helgason re same (.2); review, analyze precedent re same (1.5).
05/03/23	Ross J. Fiedler	1.60	Correspond with E. Geier and K&E team re plan.
05/03/23	Julia R. Foster	0.80	Review, analyze disclosure statement motion exhibits (.3); revise same (.5).
05/03/23	Emily Geier, P.C.	1.60	Correspond with R. Fiedler, K&E team re plan.
05/03/23	Samantha Helgason	1.60	Telephone conference with C. Pavlovich re disclosure statement (.1); review, analyze disclosure statement motion (.4); revise re same (1.1).
05/03/23	Chris Pavlovich	0.40	Review, analyze disclosure statement (.2); revise re same (.2).
05/03/23	Rachel Young	5.60	Revise disclosure statement motion (2.8); review, analyze precedent re same (1.6); revise disclosure statement order (1.2).
05/03/23	Mary Catherine Young	0.80	Review chapter 11 plan.
05/04/23	Ross J. Fiedler	2.30	Correspond with E. Geier, K&E team and Company re plan strategy and next steps.
05/04/23	Emily Geier, P.C.	2.30	Correspond with client, R. Fiedler, K&E team re plan strategy, next steps.
05/04/23	Samantha Helgason	3.00	Draft disclosure statement motion.
05/04/23	Derek I. Hunter	0.60	Conference with R. Fiedler, K&E team re case strategy (.2); review, analyze summary re same (.2); correspond with R. Fiedler, K&E team re timeline re same (.2).
05/05/23	Ross J. Fiedler	0.70	Participate in telephone conference with E. Geier, D. Hunter, K&E team re chapter 11 plan (.3); correspond with E. Geier, D. Hunter, K&E team re same (.4).

Legal Services for the Period Ending May 31, 2023

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Invoice Number: 1050080199

Bed Bath and Beyond Inc.

Matter Number: 53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Emily Geier, P.C.	0.70	Telephone conference with D. Hunter, K&E team re chapter 11 plan (.3); correspond with D. Hunter, K&E team re same (.4).
05/05/23	Samantha Helgason	3.70	Draft disclosure statement motion, order (3.4); correspond with C. Pavlovich re same (.3).
05/05/23	Derek I. Hunter	0.50	Telephone conference with E. Geier, K&E team re plan, case strategy (.3); review, analyze summary re same (.1); correspond with E. Geier, K&E team re timeline re same (.1).
05/05/23	Chris Pavlovich	0.80	Review, analyze disclosure statement (.5); revise same (.3).
05/05/23	Noah Z. Sosnick	3.50	Revise plan.
05/05/23	Rachel Young	0.80	Revise disclosure statement order.
05/08/23	Ross J. Fiedler	0.50	Telephone conference with D. Hunter, K&E, Alix, Company re case strategy, next steps.
05/08/23	Derek I. Hunter	0.70	Conference with R. Fiedler, K&E team re case strategy, next steps (.5); review, analyze summary re same (.1); correspond with R. Fiedler re timeline re same (.1).
05/09/23	Samantha Helgason	0.30	Draft ballot.
05/10/23	Ross J. Fiedler	0.70	Correspond with E. Geier, K&E team re plan and timeline.
05/10/23	Emily Geier, P.C.	0.80	Correspond with D. Hunter, K&E team re plan matters, timeline.
05/10/23	Samantha Helgason	0.20	Review, analyze solicitation documents.
05/10/23	Derek I. Hunter	0.10	Correspond with E. Geier re plan timeline.
05/11/23	Olivia Acuna	0.20	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/11/23	Amy Donahue	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/11/23	Megan C. Feeney	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams (.3); revise summary re same (.1).
05/11/23	Ross J. Fiedler	0.50	Telephone conference with D. Hunter, K&E team re case updates.
05/11/23	Julia R. Foster	0.30	Conference with R. Fiedler, K&E team re work in process.
05/11/23	Max M. Freedman	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.

Legal Services for the Period Ending May 31, 2023  
Bed Bath and Beyond Inc.

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Invoice Number: 1050080199  
Matter Number: 53510-6Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Rachel Golden	0.50	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/11/23	Samantha Helgason	0.50	Review, revise summary re case status, critical workstreams (.1); conference with R. Fiedler, K&E team re same (.4).
05/11/23	Noelle M. Howard	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/11/23	Mike James Koch	0.30	Conference with C. Sterrett, K&E team re critical workstreams, case status.
05/11/23	Chris Pavlovich	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/11/23	Zak Piech	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/11/23	Gelareh Sharafi	0.50	Conference with D. Hunter, K&E team re case status, critical workstreams.
05/11/23	Michael A. Sloman	0.40	Revise summary re case status, critical workstreams (.1); conference with R. Fiedler, K&E team re same (.3).
05/11/23	Noah Z. Sosnick	0.50	Conference with R. Fiedler, K&E team re status.
05/11/23	Charles B. Sterrett	0.30	Conference with R. Fiedler, K&E team re deal status, critical workstreams.
05/11/23	Baya Yantren	0.50	Telephone conference with D. Hunter re case updates.
05/11/23	Rachel Young	0.20	Conference with R. Fiedler, K&E team re case updates.
05/11/23	Mary Catherine Young	2.10	Review, revise summary re case milestones (.9); revise summary re critical workstreams, case status (.7); conference with R. Fiedler, K&E team re same (.5).
05/11/23	Tanzila Zomo	0.50	Telephone conference with L. Saal, K&E team re case status updates.
05/15/23	Ross J. Fiedler	0.70	Correspond with E. Geier, K&E team re plan and timeline.
05/15/23	Emily Geier, P.C.	0.70	Correspond with R. Fiedler, K&E team re plan strategy, timeline.
05/16/23	Ross J. Fiedler	0.50	Telephone conference with M. Young, K&E team re illustrative plan confirmation timeline.
05/17/23	Ross J. Fiedler	0.50	Correspond with E. Geier, K&E team re plan matters.

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Bed Bath and Beyond Inc.

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Invoice Number: 1050080199

Matter Number: 53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Emily Geier, P.C.	0.70	Correspond with R. Fiedler, K&E team re plan matters, timeline.
05/18/23	Olivia Acuna	0.50	Revise summary re case status, critical workstreams (.1); conference with R. Fiedler, K&E team re same (.4).
05/18/23	Amy Donahue	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Megan C. Feeney	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Ross J. Fiedler	0.50	Telephone conference with D. Hunter, K&E team re case updates.
05/18/23	Julia R. Foster	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Max M. Freedman	0.50	Conference with R. Fiedler, K&E team re critical workstreams, case status.
05/18/23	Rachel Golden	0.40	Conference with D. Hunter, K&E team re case updates, critical workstreams.
05/18/23	Jacqueline Hahn	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Samantha Helgason	0.50	Review, revise summary re case status, critical workstreams (.1); conference with R. Fiedler, K&E team re same (.4).
05/18/23	Noelle M. Howard	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Derek I. Hunter	0.80	Telephone conference with R. Fiedler, K&E team re case updates (.5); review, analyze summary re same (.3).
05/18/23	Chris Pavlovich	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Zak Piech	0.80	Correspond with M. Young re case status, critical workstreams (.4); conference with C. Sterrett, K&E team re same (.4).
05/18/23	Gelareh Sharafi	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Michael A. Sloman	0.70	Conference with R. Fiedler, K&E team re case status updates, critical workstreams (.3); revise summary re same (.4).
05/18/23	Noah Z. Sosnick	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/18/23	Charles B. Sterrett	1.10	Conference with R. Fiedler, K&E team re deal status, critical workstreams (.3); prepare for and follow up re same (.8).

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Invoice Number: 1050080199  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Danielle Walker	0.50	Conference with R. Fiedler, K&E team re work in process.
05/18/23	Mary Catherine Young	3.50	Revise summary re case status, critical workstreams (.9); correspond with C. Sterrett, K&E team re same (.1); revise case timeline (1.7); correspond with N. Sosnick re same (.3); conference with R. Fiedler, K&E team re case status, critical workstreams (.5).
05/18/23	Rachel Young	0.40	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/22/23	Ross J. Fiedler	0.50	Correspond with E. Geier, K&E team re plan strategy.
05/22/23	Emily Geier, P.C.	0.60	Correspond with R. Fiedler, K&E team re plan strategy, timeline.
05/24/23	Emily Geier, P.C.	0.70	Telephone conference with Lazard, Alix, A&G re plan, related matters.
05/25/23	Olivia Acuna	0.30	Revise summary re case status, critical workstreams.
05/25/23	Amy Donahue	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Megan C. Feeney	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Ross J. Fiedler	0.40	Conference with C. Sterrett, K&E team re case updates.
05/25/23	Julia R. Foster	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Max M. Freedman	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams (.4); conference with R. Fiedler, N. Sosnick re deal status (.2).
05/25/23	Rachel Golden	0.30	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/25/23	Noelle M. Howard	0.40	Conference with R. Fiedler, K&E team re work in process.
05/25/23	Sarah R. Margolis	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Zak Read	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Michael A. Sloman	0.40	Conference with R. Fiedler, K&E team re case status, next steps.

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Bed Bath and Beyond Inc.

Invoice Number:

1050080199

Matter Number:

53510-6

Disclosure Statement/Plan/Confirmation

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Charles B. Sterrett	0.60	Conference with R. Fiedler, K&E team re deal status, critical workstreams (.3); prepare for same (.3).
05/25/23	Danielle Walker	0.50	Conference with R. Fiedler, K&E team re work in process.
05/25/23	Mary Catherine Young	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/25/23	Rachel Young	0.60	Conference with R. Fiedler, K&E team re case updates, critical workstreams (.5); prepare for same (.1).
05/25/23	Tanzila Zomo	0.50	Conference with J. Foster, K&E team re case status updates, critical workstreams.
05/26/23	Ross J. Fiedler	0.40	Correspond with E. Geier, K&E team re chapter 11 plan term sheet.
05/26/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler, K&E team re chapter 11 plan term sheet.
05/30/23	Ross J. Fiedler	1.50	Telephone conference with N. Sosnick, K&E team re strategy, next steps (.5); telephone conference with C. Sterrett, D. Hunter re same (.5); correspond with E. Geier, K&E team, Alix and Lazard re same (.5).
05/30/23	Emily Geier, P.C.	2.80	Correspond with R. Fiedler, K&E team re chapter 11 plan (1.3); review, analyze documents re same (1.5).
05/31/23	Ross J. Fiedler	1.00	Telephone conference with D. Hunter, K&E team re strategy, next steps (.5); telephone conference with K&E, Lazard, and Alix re update, strategy and next steps (.5).
05/31/23	Emily Geier, P.C.	1.60	Correspond with R. Fiedler, K&E team re chapter 11 plan, timeline.
<b>Total</b>		<b>91.80</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080200**  
**Client Matter: 53510-7**

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**In the Matter of DIP Financing and Cash Collateral**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 153,047.00

Total legal services rendered

\$ 153,047.00

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080200

Bed Bath and Beyond Inc.

Matter Number:

53510-7

DIP Financing and Cash Collateral

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	4.10	995.00	4,079.50
Amie Marie Bauer	0.70	1,080.00	756.00
Alex Blaznik	0.10	995.00	99.50
Seth Cohen	0.50	985.00	492.50
Tamar Donikyan	0.30	1,945.00	583.50
Ross J. Fiedler	15.50	1,245.00	19,297.50
Julia R. Foster	0.50	480.00	240.00
Max M. Freedman	20.50	885.00	18,142.50
Emily Geier, P.C.	24.20	1,495.00	36,179.00
Elizabeth Hilton	1.60	885.00	1,416.00
Richard U. S. Howell, P.C.	1.40	1,620.00	2,268.00
Derek I. Hunter	10.30	1,375.00	14,162.50
Nisha Kanchanapoomi, P.C.	2.90	1,795.00	5,205.50
Elizabeth M. Roberts	6.90	1,295.00	8,935.50
Christine Shang	0.50	1,215.00	607.50
Noah Z. Sosnick	33.40	995.00	33,233.00
Charles B. Sterrett	3.30	1,155.00	3,811.50
Josh Sussberg, P.C.	0.40	2,045.00	818.00
Mary Catherine Young	3.70	735.00	2,719.50
<b>TOTALS</b>	<b>130.80</b>		<b>\$ 153,047.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Ross J. Fiedler	1.30	Telephone conference with N. Sosnick, M. Freedman re DIP issues (.2); review, analyze same (.5); telephone conference with Alix, E. Geier and K&E team re budget matters (.4); correspond with N. Sosnick, K&E team re same (.2).
05/01/23	Julia R. Foster	0.50	Draft DIP reply.
05/01/23	Max M. Freedman	0.30	Conference with R. Fiedler, N. Sosnick re DIP reply (.2); correspond with J. Foster, T. Zomo re same (.1).
05/01/23	Emily Geier, P.C.	1.10	Telephone conference with R. Fiedler, K&E team, Alix re DIP budget (.4); correspond with R. Fiedler, K&E team re same (.7).
05/01/23	Noah Z. Sosnick	1.50	Telephone conference with R. Fiedler, M. Freedman re DIP (.2); analyze precedent re DIP reply (.4); telephone conference with Alix team re budget (.5); correspond with Alix team re DIP inquiry (.2); correspond with Cole Schotz, Alix teams re DIP carve-out (.2).
05/01/23	Mary Catherine Young	1.50	Research precedent re final DIP orders.
05/02/23	Max M. Freedman	1.20	Review, analyze precedent re DIP reply (.7); draft outline re same (.5).
05/02/23	Emily Geier, P.C.	1.20	Correspond with R. Fiedler, K&E team re DIP implementation matters.
05/02/23	Elizabeth Hilton	0.60	Review, analyze post-closing good standing certificates.
05/03/23	Olivia Acuna	0.20	Correspond with R. Fiedler, K&E team re DIP reporting obligations.
05/03/23	Alex Blaznik	0.10	Coordinate post-closing requirements re DIP credit agreement.
05/03/23	Ross J. Fiedler	0.40	Correspond with N. Sosnick re DIP issues (.2); review, analyze same (.2).
05/03/23	Elizabeth Hilton	0.50	Review, analyze post-closing good standing certificates.
05/03/23	Noah Z. Sosnick	4.50	Revise DIP reply (3.9); correspond with M. Freedman re same (.6).
05/04/23	Olivia Acuna	0.10	Correspond with D. Hunter, Alix team re DIP reporting.

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 Bed Bath and Beyond Inc.  
 DIP Financing and Cash Collateral

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Invoice Number: 1050080200  
 Matter Number: 53510-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Max M. Freedman	0.90	Draft DIP reply (.6); review, analyze precedent re same (.3).
05/04/23	Emily Geier, P.C.	1.80	Correspond with R. Fiedler, K&E team re DIP implementation matters (1.4); telephone conference with Alix team, K&E re same (.4).
05/04/23	Derek I. Hunter	0.20	Telephone conference with E. Geier, K&E team, Company, advisors re financing issues (partial) (.1); correspond with R. Fiedler, K&E team re same (.1).
05/04/23	Nisha Kanchanapoomi, P.C.	1.20	Review, analyze intercreditor agreement (.7); summarize DIP financing terms re same (.5).
05/04/23	Elizabeth M. Roberts	1.30	Correspond with D. Elizondo re credit agreement (.3); review and update intercreditor agreement summary (1.0).
05/04/23	Noah Z. Sosnick	1.10	Review and analyze issues re final DIP order (.6); review and analyze precedent re same (.3) correspond with D. Hunter, K&E team re same (.2).
05/05/23	Olivia Acuna	0.10	Correspond with D. Hunter re DIP reporting requirements.
05/05/23	Max M. Freedman	4.30	Conference with E. Geier, K&E team re financing matters (.9); draft DIP reply (3.1); correspond with N. Sosnick re same (.3).
05/05/23	Emily Geier, P.C.	1.60	Correspond with M. Freedman, K&E team re final DIP order matters.
05/05/23	Derek I. Hunter	0.30	Correspond with E. Geier, K&E team, Company re financing issues.
05/05/23	Elizabeth M. Roberts	1.00	Summarize key dates re DIP hearing.
05/05/23	Mary Catherine Young	2.20	Research precedent re intercreditor agreement reservation of rights language (1.6); draft language re same (.6).
05/06/23	Ross J. Fiedler	0.90	Review, analyze Christmas Tree Shops' DIP order (.4); correspond with N. Sosnick, K&E team re same (.2); correspond with E. Roberts, A. Zangrillo, K&E team re DIP hearing preparations, related issues (.3).
05/06/23	Derek I. Hunter	0.70	Correspond with R. Fiedler, K&E team, Company re financing, related issues.
05/06/23	Noah Z. Sosnick	5.50	Revise DIP reply (3.9); correspond with M. Freedman re same (.6); correspond with R. Fiedler re Christmas Tree Shops DIP (1.0).

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Invoice Number:

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DIP Financing and Cash Collateral

Matter Number:

53510-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/07/23	Ross J. Fiedler	0.60	Telephone conference with C. Dale re DIP issues (.4); research re same (.2).
05/08/23	Olivia Acuna	0.10	Correspond with D. Hunter re DIP reporting.
05/08/23	Ross J. Fiedler	0.60	Review, analyze draft DIP reply (.5); correspond with M. Freedman, K&E team re same (.1).
05/08/23	Max M. Freedman	3.80	Draft, revise DIP reply (.8); revise re same (.9); conference with C. Sterrett, American Express re cash collateral, payment mechanics (.4); research re DIP issues (1.4); correspond with N. Sosnick re same (.3).
05/08/23	Emily Geier, P.C.	1.10	Telephone conference with Alix, D. Hunter, K&E team re DIP budget (.5); correspond with Alix, D. Hunter, K&E team re same (.6).
05/08/23	Derek I. Hunter	0.60	Conference with E. Geier, K&E team, Company, advisors re financing issues (.5); correspond with E. Geier, K&E team re same (.1).
05/08/23	Noah Z. Sosnick	2.30	Correspond with landlord counsel re DIP order (.2); telephone conference with Proskauer team re DIP order (.2); correspond with R. Fiedler re same (.1); correspond with Alix re DIP budget (.2); correspond with objecting parties re DIP order (.3); correspond with M. Freedman re DIP reply, objections (.2); revise DIP reply (1.1).
05/09/23	Olivia Acuna	0.10	Correspond with D. Hunter re DIP reporting.
05/09/23	Ross J. Fiedler	1.10	Review, analyze DIP issues (.3); correspond with N. Sosnick, K&E team re same (.1); telephone conference with K&E team re DIP hearing issues (.7).
05/09/23	Max M. Freedman	1.20	Conference with E. Geier, K&E team re DIP issues (.7); review, analyze DIP reply (.2); revise same (.2); correspond with E. Geier re same (.1).
05/09/23	Emily Geier, P.C.	1.20	Correspond with M. Freedman, K&E team re DIP implementation matters.
05/09/23	Derek I. Hunter	1.20	Conference with E. Geier, K&E team, Company, advisors re financing, related issues (.7); correspond with E. Geier, K&E team re same (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Noah Z. Sosnick	1.90	Correspond with D. Hunter, K&E team, objecting parties, Proskauer team re DIP order (.8); correspond with Alix team re DIP budget (.4); telephone conference with R. Fiedler, K&E team re DIP, second day hearing issues (.7).
05/10/23	Olivia Acuna	0.60	Correspond with E. Geier, D. Hunter re DIP reporting (.3); review, analyze reporting obligations (.2); correspond with Alix team re same (.1).
05/10/23	Ross J. Fiedler	0.50	Review, analyze DIP issues (.3); correspond with D. Hunter, K&E team re same (.2).
05/10/23	Ross J. Fiedler	0.90	Telephone conference with B. Sandler re DIP matters, related issues (.5); correspond with Z. Read, K&E team re same (.2); correspond with Pachulski re DIP budget (.2).
05/10/23	Derek I. Hunter	0.50	Telephone conference with R. Fiedler, K&E team, Company re financing, related issues.
05/10/23	Noah Z. Sosnick	1.60	Correspond with R. Fiedler, K&E, Alix, objecting parties re DIP order (1.2); correspond with Proskauer re same (.1); correspond with D. Hunter re DIP milestones (.1); correspond with O. Acuna re DIP order language (.1); correspond with R. Fiedler re make-whole analysis (.1).
05/11/23	Olivia Acuna	0.10	Correspond with D. Hunter re DIP reporting.
05/11/23	Ross J. Fiedler	1.70	Review, analyze UCC DIP issues list (.6); correspond with Company, advisors re same (.4); telephone conference with D. Hillman re same (.3); telephone conference with B. Sandler re same (.2); review, analyze updated DIP budget (.2).
05/11/23	Max M. Freedman	1.10	Conference with N. Sosnick re make-whole issues (.1); research re same (1.0).
05/11/23	Emily Geier, P.C.	2.30	Review, analyze UCC DIP issues list (.9); review order re same (.5); correspond with client, Company advisors re same (.9).
05/11/23	Derek I. Hunter	0.50	Correspond with E. Geier, K&E team, Company re financing issues.

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Invoice Number: 1050080200  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Noah Z. Sosnick	1.50	Correspond with Proskauer team re DIP order (.4); telephone conference with M. Freedman re make whole (.1); correspond with M. Freedman re same (.1); review, analyze precedent re same (.4); review, analyze UCC DIP issues list (.3); correspond with R. Fiedler re same (.2).
05/12/23	Olivia Acuna	0.40	Correspond with D. Hunter, Alix team re DIP reporting requirements.
05/12/23	Ross J. Fiedler	1.20	Correspond with Company, advisors, Pachulski and Proskauer teams re DIP hearing, related issues (.7); telephone conference with B. Sandler re same (.3); correspond with D. Hunter, K&E, Alix teams re DIP matters (.2).
05/12/23	Max M. Freedman	1.60	Draft timeline re DIP, sale process milestones (.9); review, analyze DIP correspondence re same (.2); correspond with R. Fiedler, K&E team re same (.5).
05/12/23	Emily Geier, P.C.	1.20	Correspond with R. Fiedler, K&E team re final DIP order matters.
05/12/23	Derek I. Hunter	1.00	Conference with R. Fiedler, K&E team, Company, advisors re financing, related issues (.3); correspond with R. Fiedler, K&E team re same (.7).
05/12/23	Noah Z. Sosnick	0.70	Correspond with M. Volin re DIP issues (.2); review, analyze case timeline (.3); correspond with M. Young, M. Freedman re same (.2).
05/12/23	Josh Sussberg, P.C.	0.10	Correspond with D. Hunter, K&E team, re DIP, next steps.
05/13/23	Derek I. Hunter	0.90	Correspond with J. Sussberg, K&E team, Company re financing issues.
05/14/23	Ross J. Fiedler	0.50	Correspond with D. Hunter, K&E team, Cole Schotz, Proskauer, Pachulski teams re DIP hearing.
05/14/23	Max M. Freedman	2.00	Research re make-whole issues (.7); draft analysis re same (1.1); correspond with N. Sosnick re same (.2).
05/14/23	Derek I. Hunter	0.20	Correspond with R. Fiedler, K&E team, Company re financing issues.
05/14/23	Noah Z. Sosnick	0.10	Correspond with M. Freedman re make-whole analysis.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Ross J. Fiedler	0.70	Correspond with parties in interest re adjourned DIP hearing (.2); correspond with Company advisors, creditor advisors re DIP milestones (.2); telephone conferences with Proskauer team, Company advisors re same (.2); review, analyze adjournment notice (.1).
05/15/23	Emily Geier, P.C.	1.10	Correspond with R. Fiedler, K&E team, Alix team re DIP issues.
05/15/23	Derek I. Hunter	0.50	Conference with R. Fiedler, K&E team, Company, advisors re financing, other related issues (.2); prepare re same (.3).
05/15/23	Elizabeth M. Roberts	0.30	Correspond with E. Geier re financing considerations.
05/15/23	Noah Z. Sosnick	0.70	Review, analyze make-whole analysis (.3); revise same (.1); correspond with R. Fiedler, K&E team re outstanding DIP objections (.2); correspond with Proskauer re same (.1).
05/16/23	Emily Geier, P.C.	0.90	Correspond with R. Fiedler, K&E team re DIP negotiation (.5); telephone conference with Proskauer team re same (.4).
05/16/23	Derek I. Hunter	0.80	Correspond with E. Geier, K&E team, Company re financing issues.
05/16/23	Elizabeth M. Roberts	0.30	Review, analyze credit agreement re Mexican JV (.2); correspond with D. Hunter, K&E team re Mexican JV (.1).
05/16/23	Noah Z. Sosnick	0.40	Correspond with Proskauer team, Davis Polk team, M3 team re amended milestones (.3); telephone conference with M. Volin re same (.1).
05/17/23	Olivia Acuna	1.30	Correspond with E. Geier, K&E team, Alix team re DIP reporting requirements (.8); review, analyze reporting requirements (.5).
05/17/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team, Company re financing issues.
05/17/23	Elizabeth M. Roberts	0.50	Review DIP order (.2); correspond with R. Fiedler re FF&E repayment provisions (.3).
05/18/23	Ross J. Fiedler	1.70	Telephone conference with D. Hunter, K&E, Proskauer, Alix, and M3 teams re DIP issues (.5); correspond with D. Hunter, K&E team, Alix team re same (.4); correspond with M. Freedman, K&E team re make whole (.3); review, analyze issues re same (.5).

Legal Services for the Period Ending May 31, 2023

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Bed Bath and Beyond Inc.

Invoice Number:

1050080200

DIP Financing and Cash Collateral

Matter Number:

53510-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Max M. Freedman	3.20	Conference with R. Fiedler, N. Sosnick re make-whole analysis (.4); research re same (1.2); draft analysis re same (1.6).
05/18/23	Emily Geier, P.C.	2.60	Telephone conference with DIP lender advisors re DIP issues (.6); correspond with DIP lender advisors re DIP amendment (1.1); draft same (.4); correspond with R. Fiedler K&E team re DIP issues (.5).
05/18/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team, Company re financing issues.
05/18/23	Elizabeth M. Roberts	0.30	Correspond with D. Hunter, K&E team re furniture, fixtures, equipment, first in last out loan paydowns.
05/18/23	Noah Z. Sosnick	0.50	Telephone conference with R. Fiedler, M. Freedman re make-whole (.4); review, analyze issues re same (.1).
05/19/23	Max M. Freedman	0.40	Correspond with N. Sosnick re make-whole analysis.
05/19/23	Emily Geier, P.C.	0.80	Correspond with R. Fiedler, K&E team re final DIP order matters.
05/19/23	Derek I. Hunter	0.80	Conference with R. Fiedler, K&E team, Company, advisors re financing issues (.6); correspond with R. Fiedler, K&E team re same (.2).
05/20/23	Amie Marie Bauer	0.20	Correspond with vendor re review of DIP emails.
05/21/23	Elizabeth Hilton	0.50	Review, analyze historic lien searches.
05/22/23	Max M. Freedman	0.20	Review, analyze research re DIP matters.
05/22/23	Emily Geier, P.C.	1.10	Correspond with R. Fiedler, K&E team, Alix team re DIP issues.
05/23/23	Olivia Acuna	0.10	Correspond with Alix team re DIP reporting.
05/23/23	Tamar Donikyan	0.30	Correspond with Company re vendor loans.
05/23/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler, K&E team re DIP settlement.
05/23/23	Elizabeth M. Roberts	0.20	Correspond with D. Hunter, K&E team re term sheet.
05/23/23	Noah Z. Sosnick	0.70	Review, analyze make-whole analysis (.1); revise same (.2); correspond with K&E team re same (.2); correspond with R. Fiedler, K&E team re DIP budget projections (.2).
05/24/23	Olivia Acuna	0.40	Correspond with E. Geier, Alix team re DIP reporting.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 DIP Financing and Cash Collateral

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Invoice Number: 1050080200  
 Matter Number: 53510-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Max M. Freedman	0.30	Correspond with R. Fiedler, N. Sosnick re final DIP order.
05/24/23	Noah Z. Sosnick	3.00	Draft settlement term sheet (1.8); revise same (.9); correspond with R. Fiedler re same (.3).
05/25/23	Amie Marie Bauer	0.50	Conference with C. Shang, K&E team re DIP searches.
05/25/23	Seth Cohen	0.50	Conference with C. McGushin, A. Bauer and C. Yang re DIP searches.
05/25/23	Ross J. Fiedler	0.50	Correspond with parties in interest re DIP hearing adjournment, related issues.
05/25/23	Emily Geier, P.C.	1.70	Telephone conference with DIP lender advisors re DIP issues (.6); telephone conference with D. Hunter, K&E team re same (.5); correspond with D. Hunter, K&E team re same (.6).
05/25/23	Richard U. S. Howell, P.C.	1.40	Review, analyze materials re DIP hearing (.6); prepare for depositions re same (.8).
05/25/23	Derek I. Hunter	0.50	Conference with E. Geier, K&E team, Company, advisors re financing, other related issues.
05/25/23	Nisha Kanchanapoomi, P.C.	0.60	Analyze summaries of debt documents.
05/25/23	Elizabeth M. Roberts	2.30	Review, analyze make-whole, prepayment provisions (.3); draft summary re same (.2); telephone conference with C. McGushin re same (.8); draft summary re amendments, defaults (1.0).
05/25/23	Christine Shang	0.50	Telephone conference with N. Sosnick, K&E team re DIP financing.
05/25/23	Noah Z. Sosnick	2.20	Draft DIP order, settlement term sheet (.8); revise same (.9); telephone conference with D. Hunter, K&E team re DIP searches (.5).
05/25/23	Charles B. Sterrett	1.20	Conference with Pachulski, lenders re order revisions, related issues.
05/26/23	Emily Geier, P.C.	0.80	Correspond with R. Fiedler, K&E team re final DIP order matters, extensions.
05/26/23	Derek I. Hunter	0.30	Correspond with E. Geier, K&E team, Company re financing issues.
05/26/23	Nisha Kanchanapoomi, P.C.	0.30	Review, analyze summaries of debt documents.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 DIP Financing and Cash Collateral

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Invoice Number: 1050080200  
 Matter Number: 53510-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Noah Z. Sosnick	3.70	Research re Christmas Tree Shops' DIP order (.8); correspond with D. Hunter, K&E team re same (.2); draft final DIP order re settlement (1.5); revise same (1.0); revise chapter 11 update slides re DIP (.2).
05/27/23	Noah Z. Sosnick	0.20	Correspond with Christmas Tree Shops re DIP order.
05/29/23	Ross J. Fiedler	0.50	Correspond with E. Geier, Company advisors and creditor advisors re DIP hearing and DIP issues.
05/29/23	Elizabeth M. Roberts	0.30	Correspond with N. Kanchanapoomi re summary of defaults, amendments.
05/29/23	Charles B. Sterrett	2.10	Review, analyze final order language, related issues (1.1); correspond with R. Fiedler, K&E team, Proskauer re same (1.0).
05/30/23	Ross J. Fiedler	2.40	Prepare for DIP hearing (.5); correspond with C. McGushin, K&E team, Alix and Lazard re DIP matters (1.0); review, analyze DIP documents (.5); attend deposition preparation with H. Etlin (.4).
05/30/23	Emily Geier, P.C.	1.20	Correspond with D. Hunter, K&E team, Alix team re DIP issues.
05/30/23	Derek I. Hunter	0.70	Conference with R. Fiedler, K&E team, Company, advisors re financing, related issues.
05/30/23	Nisha Kanchanapoomi, P.C.	0.80	Review and revise summaries of debt documents (.4); analyze debt documents in connection with same (.4).
05/30/23	Elizabeth M. Roberts	0.40	Revise summary of amendments, waivers.
05/30/23	Noah Z. Sosnick	1.30	Telephone conference with Company re DIP hearing preparation.
05/30/23	Josh Sussberg, P.C.	0.10	Correspond with D. Hunter re DIP status.
05/31/23	Olivia Acuna	0.60	Correspond with Alix team re DIP reporting.
05/31/23	Emily Geier, P.C.	2.10	Correspond with D. Hunter, K&E team re DIP settlement (1.3); correspond with Proskauer, Pachulski teams re same (.2); review, analyze proposed settlement term sheet (.6).

Legal Services for the Period Ending May 31, 2023

Invoice Number: 1050080200

Bed Bath and Beyond Inc.

Matter Number: 53510-7

DIP Financing and Cash Collateral

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Josh Sussberg, P.C.	0.20	Correspond with D. Hunter re DIP resolution, next steps (.1); conference with E. Geier re DIP, case status (.1).
<b>Total</b>		<b>130.80</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080201**

**Client Matter: 53510-8**

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**In the Matter of Cash Management**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 7,765.50

Total legal services rendered

\$ 7,765.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Ross J. Fiedler	0.30	1,245.00	373.50
Michael A. Sloman	7.70	885.00	6,814.50
Charles B. Sterrett	0.50	1,155.00	577.50
<b>TOTALS</b>	<b>8.50</b>		<b>\$ 7,765.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/04/23	Michael A. Sloman	0.20	Correspond with Alix re U.S. Trustee bank account requests.
05/05/23	Michael A. Sloman	0.40	Correspond with Alix, Company re U.S. Trustee bank account requests (.3); correspond with A&G, Company re bidding deposit account (.1).
05/08/23	Michael A. Sloman	0.90	Correspond with F. Yudkin, Alix, Company re bank accounts and related U.S. Trustee cash management concerns (.7); analyze responses to U.S. Trustee re same (.2).
05/09/23	Michael A. Sloman	1.10	Revise second interim cash management order (.5); correspond with C. Sterrett, DPW, Proskauer re same (.1); correspond with Alix, Company re bank accounts (.2); telephone conference with D. Hunter, R. Fiedler, U.S. Trustee, Cole Schotz re cash management motion (.3).
05/10/23	Michael A. Sloman	0.20	Correspond with Alix re bank accounts and related cash management considerations.
05/11/23	Michael A. Sloman	0.20	Correspond with Alix, Company re bank account information.
05/15/23	Michael A. Sloman	0.20	Revise interim cash management order.
05/17/23	Michael A. Sloman	0.20	Correspond with Alix, Company re non-UDA accounts and process of closing re same.
05/23/23	Michael A. Sloman	0.30	Revise cash management proposed final order (.2); correspond with C. Sterrett re same (.1).
05/24/23	Ross J. Fiedler	0.30	Correspond with M. Sloman, K&E team re cash management issues.
05/24/23	Michael A. Sloman	1.90	Revise cash management proposed final order (.9); correspond with C. Sterrett, K&E team, UCC re same (.6); analyze considerations re same (.4).
05/25/23	Michael A. Sloman	0.60	Correspond with C. Sterrett, K&E team, Cole Schotz re U.S. Trustee cash management informal objections (.3); telephone conference with C. Sterrett, Fiserv re credit card processor account (.3).

Legal Services for the Period Ending May 31, 2023

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Invoice Number: 1050080201

Bed Bath and Beyond Inc.

Matter Number: 53510-8

Cash Management

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Michael A. Sloman	1.10	Correspond with C. Sterrett, K&E team, Cole Schotz, UCC, Proskauer re adjournment of cash management hearing, related considerations (.3); correspond with Alix, Company re bank account closure process, related considerations (.4); telephone conference with C. Sterrett, Cole Schotz, U.S. Trustee re cash management proposed final order (.4).
05/26/23	Charles B. Sterrett	0.50	Correspond with Company, M. Sloman re cash management order, bank accounts (.2); telephone conference with Cole Schotz, U.S. Trustee re same (.3).
05/31/23	Michael A. Sloman	0.40	Correspond with R. Fiedler, C. Sterrett, Alix re Fiserv and Amex reserves.
<b>Total</b>		<b>8.50</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080202**

**Client Matter: 53510-9**

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**In the Matter of Automatic Stay Issues**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 57,400.50

Total legal services rendered

\$ 57,400.50

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080202

Bed Bath and Beyond Inc.

Matter Number:

53510-9

Automatic Stay Issues

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**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Seth Cohen	6.00	985.00	5,910.00
Uzo Dike	2.00	515.00	1,030.00
Ross J. Fiedler	2.60	1,245.00	3,237.00
Max M. Freedman	0.40	885.00	354.00
Emily Geier, P.C.	14.30	1,495.00	21,378.50
Samantha Helgason	5.70	885.00	5,044.50
Richard U. S. Howell, P.C.	1.70	1,620.00	2,754.00
Sarah R. Margolis	0.10	995.00	99.50
Casey McGushin	3.60	1,415.00	5,094.00
Chris Pavlovich	0.50	995.00	497.50
Zak Read	10.90	735.00	8,011.50
Michael A. Sloman	0.70	885.00	619.50
Charles B. Sterrett	1.90	1,155.00	2,194.50
Rachel Young	1.60	735.00	1,176.00
<b>TOTALS</b>	<b>52.00</b>		<b>\$ 57,400.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Seth Cohen	2.50	Draft, revise stay extension.
05/01/23	Ross J. Fiedler	0.70	Correspond with Company, Z. Read, K&E team re various automatic stay issues (.5); review, analyze same (.2).
05/01/23	Zak Read	0.10	Correspond with R. Fiedler, K&E team re automatic stay, related considerations.
05/02/23	Seth Cohen	1.60	Review, revise stay extension.
05/02/23	Ross J. Fiedler	0.60	Review, analyze automatic stay issues (.3); correspond with Company, advisors re same (.3).
05/02/23	Emily Geier, P.C.	1.90	Correspond with Company, R. Howell, K&E team re automatic stay enforcement matters (.7); telephone conference with Company, D. Hunter, K&E team re stay extension issues (1.2).
05/02/23	Richard U. S. Howell, P.C.	0.80	Review, analyze draft letter re automatic stay extension (.6); correspond with C. McGushin, S. Cohen re same (.2).
05/02/23	Casey McGushin	1.90	Review, analyze draft filings in District of Columbia re extension of stay (1.0); revise same (.9).
05/02/23	Chris Pavlovich	0.50	Review, analyze automatic stay letter (.3); revise same (.1); correspond with O. Acuna re same (.1).
05/03/23	Ross J. Fiedler	0.60	Correspond with D. Kastin, Z. Read, K&E team re automatic stay matters (.4); review, analyze issues re same (.2).
05/03/23	Zak Read	3.90	Research re automatic stay considerations (1.3); review, analyze case law, statutes re same (.8); draft summary re same (1.2); correspond with R. Fiedler, K&E team re same (.4); correspond with Cole Schotz re same (.2).
05/04/23	Seth Cohen	0.50	Correspond with R. Howell and J. Gerber re stay extension motion.
05/04/23	Emily Geier, P.C.	2.10	Telephone conference with R. Howell re stay extension (.3); telephone conference with client, D. Hunter, K&E team re same (.5); correspond with D. Hunter, K&E team re same (.4); research re same (.9).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Automatic Stay Issues

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Invoice Number: 1050080202  
 Matter Number: 53510-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Zak Read	2.80	Review, analyze summary re adversary proceeding considerations (.2); correspond with R. Fiedler re same (.1); correspond with J. Sussberg, K&E team re same (.1); telephone conference with E. Geier re same (.5); review, revise stay extension motion (1.7); correspond with R. Fiedler re same (.1); correspond with S. Cohen, K&E team re same (.1).
05/05/23	Seth Cohen	0.70	Draft, revise stay extension.
05/05/23	Emily Geier, P.C.	1.30	Correspond with Company, R. Fiedler, K&E team re application of automatic stay to parties in interest.
05/05/23	Richard U. S. Howell, P.C.	0.40	Review, analyze motion to extend stay.
05/05/23	Zak Read	0.60	Conference with E. Geier, K&E team re automatic stay, related considerations.
05/06/23	Ross J. Fiedler	0.30	Review non-adversarial stay extension motion.
05/08/23	Seth Cohen	0.70	Correspond with R. Howell, C. McGushin and J. Gerber re non-adversarial stay extension motion (.2); draft, revise draft re same (.3); review, revise exhibits re same (.2).
05/08/23	Uzo Dike	2.00	Research re draft objection to motion to lift automatic stay (1.6); review, analyze draft re citations (.3); compile, organize final exhibits in support of same (.1).
05/08/23	Casey McGushin	1.70	Review, analyze pleadings re extending stay (.5); revise same (1.2).
05/09/23	Emily Geier, P.C.	2.60	Correspond with Company, D. Hunter, K&E team re automatic stay enforcement matters (1.7); review, analyze objection re stay extension (.5); correspond with D. Hunter, K&E team re same (.4).
05/10/23	Ross J. Fiedler	0.40	Correspond with Company, M. Young, K&E team re automatic stay violations (.3); review stay violation letter to plaintiff counsel (.1).
05/10/23	Samantha Helgason	2.20	Research re state court lawsuit docket (.5); analyze same (.6); draft automatic stay letter to plaintiff counsel re same (.9); correspond with C. McGushin, K&E team re same (.2).
05/10/23	Zak Read	0.10	Correspond with S. Helgason, K&E team re automatic stay letter to plaintiff counsel.

Legal Services for the Period Ending May 31, 2023  
Bed Bath and Beyond Inc.

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Invoice Number: 1050080202  
Matter Number: 53510-9Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Samantha Helgason	0.70	Correspond with C. McGushin, K&E team re stay letter to plaintiff counsel (.1); research plaintiffs matters (.3); analyze same (.2); correspond with C. McGushin, K&E team re same (.1).
05/12/23	Emily Geier, P.C.	1.30	Correspond with Company, R. Fiedler, K&E team re application of automatic stay to parties in interest.
05/12/23	Samantha Helgason	0.70	Revise automatic stay letter to plaintiff counsel (.2); correspond with R. Fiedler, Company re same (.3); draft correspondence to plaintiffs' counsel re same (.2).
05/13/23	Max M. Freedman	0.40	Correspond with C. Sterrett, Greenspoon Marder re suggestion of bankruptcy.
05/13/23	Charles B. Sterrett	0.30	Review, analyze automatic stay considerations re notice of commencement (.2); correspond with M. Freedman re same (.1).
05/15/23	Zak Read	0.20	Review, analyze correspondence from R. Fiedler, K&E team re automatic stay, related considerations.
05/16/23	Emily Geier, P.C.	1.20	Correspond with Company, R. Fiedler, K&E team re automatic stay enforcement matters.
05/16/23	Zak Read	0.30	Conference with C. McGushin, K&E team re automatic stay adversary proceedings, related considerations (.2); correspond with C. McGushin, K&E team same re same (.1).
05/16/23	Michael A. Sloman	0.10	Research, analyze issues re suggestion of bankruptcy filing.
05/16/23	Charles B. Sterrett	1.60	Review, analyze automatic stay letter, potential violations (1.4); correspond with Z. Read, J. Black re same (.2).
05/17/23	Emily Geier, P.C.	1.40	Correspond with Company, R. Fiedler, K&E team re automatic stay, insurance coverage.
05/17/23	Samantha Helgason	1.70	Review, analyze correspondence with creditor (.3); draft automatic stay letter re same (1.2); correspond with C. Sterrett re same (.2).
05/17/23	Michael A. Sloman	0.60	Review, analyze considerations re suggestion of bankruptcy (.2); conference with O. Acuna re same (.3); correspond with counsel re same (.1).

Legal Services for the Period Ending May 31, 2023  
Bed Bath and Beyond Inc.

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Invoice Number: 1050080202  
Matter Number: 53510-9Automatic Stay Issues

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Samantha Helgason	0.20	Correspond with D. Hunter, R. Fiedler, Alix team re automatic stay letter (.1); correspond with creditor re same (.1).
05/18/23	Rachel Young	1.60	Draft automatic stay violation letter to plaintiff counsel (.7); correspond with C. Sterrett re same (.4); correspond with Alix team re same (.3); correspond with F. Yudkin re same (.2).
05/19/23	Samantha Helgason	0.20	Correspond with Alix re automatic stay letter to plaintiff counsel.
05/24/23	Emily Geier, P.C.	0.80	Correspond with client, R. Fiedler, K&E team re automatic stay, insurance coverage.
05/25/23	Emily Geier, P.C.	1.10	Correspond with Company, R. Fiedler, K&E team re application of automatic stay to parties in interest, enforcement of same.
05/30/23	Sarah R. Margolis	0.10	Correspond with counsel re suggestion of bankruptcy.
05/30/23	Zak Read	1.50	Review, analyze telegraph automatic stay motion (.7); correspond with R. Fiedler re same (.1); correspond with E. Geier, K&E team re same (.1); review, analyze lease materials, related diligence re same (.4); research case law re same (.2).
05/31/23	Emily Geier, P.C.	0.60	Correspond with Company, R. Fiedler, K&E team re automatic stay enforcement matters.
05/31/23	Richard U. S. Howell, P.C.	0.50	Draft correspondence to plaintiff counsel re automatic stay issues, other litigation issues (.3); review, analyze same (.2).
05/31/23	Zak Read	1.40	Review, analyze pleadings, lease agreements re automatic stay motion, related considerations (.8); correspond with C. Pavlovich re same (.4); correspond with R. Fiedler, K&E team re same (.2).
<b>Total</b>		<b>52.00</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080203**

**Client Matter: 53510-10**

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**In the Matter of Asset Sales/Section 363/Use, Sale & Disp**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 510,837.00

Total legal services rendered

\$ 510,837.00

Legal Services for the Period Ending May 31, 2023

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Bed Bath and Beyond Inc.

Invoice Number:

1050080203

Matter Number:

53510-10

Asset Sales/Section 363/Use, Sale &amp; Disp

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Matthew Antinossi	2.60	1,895.00	4,927.00
Allison Azarloza	46.30	735.00	34,030.50
Amy Barber	19.70	1,295.00	25,511.50
Wes Benter	1.00	1,245.00	1,245.00
Matt Darch	25.20	1,405.00	35,406.00
Tamar Donikyan	0.70	1,945.00	1,361.50
Daniel Elizondo	31.60	1,425.00	45,030.00
Ross J. Fiedler	11.90	1,245.00	14,815.50
Max M. Freedman	3.40	885.00	3,009.00
Emily Geier, P.C.	26.70	1,495.00	39,916.50
Susan D. Golden	0.50	1,475.00	737.50
John Thomas Goldman	2.00	1,745.00	3,490.00
Stephanie Greco	0.20	1,425.00	285.00
Parimah Hassouri	2.00	1,595.00	3,190.00
Derek I. Hunter	13.80	1,375.00	18,975.00
Olivia Claire Hunter	1.00	735.00	735.00
Nisha Kanchanapoomi, P.C.	0.50	1,795.00	897.50
Sooah Kim	3.00	735.00	2,205.00
Ben Kovach	38.60	735.00	28,371.00
Daniel Lewis, P.C.	43.70	1,695.00	74,071.50
Peter Liskanich	16.20	1,245.00	20,169.00
Christian O. Nagler, P.C.	0.50	2,045.00	1,022.50
Jeffrey Norgle	43.70	495.00	21,631.50
Domenico Pietromonaco	9.30	735.00	6,835.50
Evangelia Podaras	2.80	1,405.00	3,934.00
Kyla Risko	43.50	995.00	43,282.50
Elizabeth M. Roberts	1.20	1,295.00	1,554.00
Kristie Sham	3.10	735.00	2,278.50
Christine Shang	0.40	1,215.00	486.00
Michael A. Sloman	0.60	885.00	531.00
Noah Z. Sosnick	11.70	995.00	11,641.50
Josh Sussberg, P.C.	0.30	2,045.00	613.50

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<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Steve Toth	14.40	1,615.00	23,256.00
Carolina I. Velarde	3.60	1,155.00	4,158.00
Matthew Wood	0.50	1,405.00	702.50
Jessica M. Yeh	5.50	1,395.00	7,672.50
Mary Catherine Young	31.10	735.00	22,858.50
<b>TOTALS</b>	<b>462.80</b>		<b>\$ 510,837.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Matt Darch	1.00	Correspond with B. Kovach, K&E team re data privacy covenant and compliance matters.
05/01/23	Daniel Elizondo	4.30	Correspond with company re confidentiality agreements (.4); review, revise and draft same (.7); review, revise and draft carveout asset purchase agreement (3.2).
05/01/23	Emily Geier, P.C.	1.00	Telephone conference with Lazard team re asset sales (.4); correspond with D. Hunter, K&E team re same (.6).
05/01/23	Derek I. Hunter	0.30	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/01/23	Ben Kovach	0.70	Review and analyze privacy laws re asset sales.
05/01/23	Daniel Lewis, P.C.	0.50	Review, analyze asset purchase agreement (.1); conference with K&E team re same (.1); review, analyze data privacy research (.3).
05/01/23	Peter Liskanich	0.80	Review non-disclosure agreement from interested bidder's counsel (.2); correspond with interested bidder's counsel re same (.1); revise non-disclosure agreement (.2); review and revise carve-out asset purchase agreement (.3).
05/01/23	Kyla Risko	0.80	Revise purchase agreement with respect to intellectual property covenants.
05/01/23	Kyla Risko	0.70	Telephone conference with B. Kovach re privacy matters with respect to bankruptcy.
05/01/23	Noah Z. Sosnick	0.50	Correspond with R. Fiedler, K&E team, Kroll team re service of sale notice (.2); correspond with Kroll, Lazard teams re bid deposit account (.3).
05/01/23	Carolina I. Velarde	0.20	Review and analyze documents for clean team designation.
05/02/23	Allison Azarloza	2.40	Execute and compile non-disclosure agreements (.2); review and revise draft of carveout asset purchase agreement (2.2).
05/02/23	Daniel Elizondo	0.50	Draft confidentiality agreement (.3); correspond with Company re same (.2).
05/02/23	Ross J. Fiedler	0.40	Correspond with N. Sosnick, K&E team re going concern sale process and related issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/23	Emily Geier, P.C.	1.20	Correspond with Lazard team re asset sales (.7); correspond with D. Hunter, K&E team re same (.5).
05/02/23	Derek I. Hunter	0.30	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/02/23	Carolina I. Velarde	0.70	Review and analyze potential buyer for clean team designation (.6); review and analyze documents for competitively sensitive information and clean team designation (.1).
05/02/23	Mary Catherine Young	1.20	Research account agent agreements (.2); correspond with N. Sosnick, Kroll team re auction notice (.4); correspond with Kroll team re same (.6).
05/03/23	Matthew Antinossi	0.20	Review, analyze correspondence from E. Geier, K&E team re proposed transaction and asset purchase agreement review (.1); office conference with Company re same (.1).
05/03/23	Allison Azarloza	1.80	Review and revise drafts of non-disclosure agreements.
05/03/23	Daniel Elizondo	3.30	Review and analyze joint venture agreements (3.0); correspond with Company re same (.3).
05/03/23	Ross J. Fiedler	0.50	Correspond with N. Sosnick, K&E team re going concern sale process and related issues.
05/03/23	Emily Geier, P.C.	1.10	Correspond with Lazard team re asset sales (.4); correspond with K&E team re same (.7).
05/03/23	Sooah Kim	0.10	Office conference with M. Antinossi re purchase agreement.
05/03/23	Ben Kovach	1.50	Review, analyze state data privacy laws (1.0); draft summary re same (.5).
05/03/23	Peter Liskanich	0.50	Review and revise non-disclosure agreements (.3); correspond with K&E team re joint venture (.2).
05/03/23	Elizabeth M. Roberts	1.20	Review Christmas Tree intercreditor agreement.
05/03/23	Carolina I. Velarde	0.40	Review and analyze documents for competitively sensitive information and clean team designation.
05/04/23	Allison Azarloza	1.40	Review and revise drafts of non-disclosure agreements.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Daniel Elizondo	2.60	Telephone conference with Lazard team re sale of joint venture (.5); correspond with E. Roberts re same (.8); correspond with E. Roberts re joint venture relationship summary (.7); review and analyze confidentiality agreement and related correspondence (.6).
05/04/23	Emily Geier, P.C.	1.40	Telephone conferences and correspond with Lazard team re asset sales (.6); correspond with D. Hunter, K&E team re same (.8).
05/04/23	Derek I. Hunter	0.60	Conference with D. Hunter, K&E team, Lazard team re marketing process (.5); correspond with D. Hunter, K&E team, Lazard team re same (.1).
05/04/23	Sooah Kim	2.50	Review and revise purchase agreement.
05/04/23	Ben Kovach	0.50	Review and revise state privacy law summary.
05/04/23	Daniel Lewis, P.C.	0.50	Review, analyze data privacy diligence.
05/04/23	Peter Liskanich	0.20	Review and revise non-disclosure agreement.
05/04/23	Kyla Risko	1.00	Correspond with D. Dawson re privacy matters (.4); prepare correspondence re privacy considerations (.6).
05/04/23	Noah Z. Sosnick	1.50	Telephone conference with R. Fiedler, K&E team, Lazard, Alix re JV sale (.6); telephone conference with E. Podaras re WARN issues (.6); review and analyze issues re same (.3).
05/04/23	Steve Toth	0.80	Correspond with Lazard and D. Hunter, K&E teams re joint venture issues (.5); analyze non-disclosure agreement (.2); correspond with A. Azarloza re same (.1).
05/04/23	Carolina I. Velarde	0.60	Review documents for clean team designation.
05/04/23	Mary Catherine Young	3.40	Conference with N. Sosnick re research re joint venture sale issue (.2); correspond with N. Sosnick, K&E team re WARN issue re asset sale (.3); conference with N. Sosnick, K&E team re same (.3); research re joint venture asset sale issue (1.1); draft summary re same (1.5).
05/05/23	Matthew Antinossi	0.50	Review and revise asset purchase and sale agreement (.4); correspond with E. Geier, K&E team re same (.1).
05/05/23	Allison Azarloza	0.80	Revise and compile non-disclosure agreements.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Emily Geier, P.C.	1.00	Telephone conferences and correspond with Lazard team re asset sales (.4); correspond with D. Hunter, K&E team re same (.6).
05/05/23	Olivia Claire Hunter	1.00	Draft, revise asset purchase agreement.
05/05/23	Derek I. Hunter	0.40	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/05/23	Sooah Kim	0.10	Review and revise purchase agreement issue pertaining to employee benefits.
05/05/23	Evangelia Podaras	0.10	Correspond with S. Kim, K&E team re asset purchase agreement markup.
05/06/23	Derek I. Hunter	0.60	Correspond with N. Sosnick, K&E team, Lazard team re marketing process.
05/07/23	Peter Liskanich	0.30	Review, analyze interested bidder non-disclosure agreement (.2); correspond with Lazard team re same (.1).
05/08/23	Matthew Antinossi	0.20	Correspond with N. Sosnick, K&E team re asset purchase agreement review and revisions.
05/08/23	Allison Azarloza	4.60	Revise draft of carveout asset purchase agreement based on specialist comments (1.5); revise drafts of non-disclosure agreements (3.1).
05/08/23	Ross J. Fiedler	0.30	Correspond with N. Sosnick, K&E team re joint venture sale process (.2); analyze issues re same (.1).
05/08/23	Emily Geier, P.C.	1.30	Review, analyze bids (.4); correspond and conference with Lazard team re same (.4); correspond with D. Hunter, K&E team re same (.5).
05/08/23	Derek I. Hunter	0.70	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/08/23	Sooah Kim	0.20	Analyze and revise employee benefits issues in purchase agreement.
05/08/23	Peter Liskanich	0.50	Correspond with A. Azarloza and W. Benter re carve-out asset purchase agreement (.1); review and revise non-disclosure agreements (.4).
05/08/23	Evangelia Podaras	2.00	Review and revise draft asset purchase agreement.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Noah Z. Sosnick	1.20	Correspond with M. Young, K&E, Lazard teams re joint venture sale (.5); review and analyze supporting documentation re same (.3); correspond with M. Young, K&E team re same (.4).
05/08/23	Steve Toth	0.20	Analyze non-disclosure agreements (.1); correspond with N. Sosnick, K&E team re same (.1).
05/08/23	Mary Catherine Young	1.00	Correspond with N. Sosnick, Lazard team re joint venture sale inquiry (.2); review joint venture organization documents re same (.8).
05/09/23	Allison Azarloza	3.90	Revise and compile non-disclosure agreements (1.4); update draft of carveout asset purchase agreement (2.5).
05/09/23	Matt Darch	0.70	Review and analyze trademark license agreement and joint venture agreement.
05/09/23	Emily Geier, P.C.	1.20	Correspond with Lazard team re asset sales (.6); correspond with D. Hunter, K&E team re same (.6).
05/09/23	Derek I. Hunter	0.20	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/09/23	Sooah Kim	0.10	Correspond with S. Toth, K&E team re purchase agreement issues.
05/09/23	Daniel Lewis, P.C.	0.50	Review, analyze joint venture license agreement issues (.3); conference with M. Darch, K&E team re same (.2).
05/09/23	Peter Liskanich	0.90	Review, analyze asset purchase agreement (.3); correspond with A. Azarloza re same (.2); review and revise bidder non-disclosure agreement (.3); review, analyze asset purchase agreement mark-up from S. Toth (.1).
05/09/23	Domenico Pietromonaco	2.30	Telephone conference with C. Velarde re deal logistics and structure (.1); research antitrust overlap analysis (1.0); draft summary re same (.5); correspond with C. Velarde re same (.3); review and revise antitrust overlap analysis (.2); correspond with Company advisors re same (.2).
05/09/23	Noah Z. Sosnick	0.50	Correspond with M. Young re joint venture sale process (.3); correspond with A. Henriques, K&E team re 10-K (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Carolina I. Velarde	1.50	Telephone conference with D. Pietromonaco re assistance with clean team workstream (.2); review, analyze documents for clean team designation (1.3).
05/09/23	Matthew Wood	0.50	Review, revise APA (.3); correspond with D. Hunter re same (.2).
05/09/23	Mary Catherine Young	1.30	Review, analyze license agreement (.8); correspond with N. Sosnick re same (.2); correspond with S. Toth re same (.3).
05/10/23	Allison Azarloza	1.30	Analyze and revise drafts of non-disclosure agreements (1.0); correspond with M. Darch, K&E team re form asset purchase agreement (.3).
05/10/23	Matt Darch	2.30	Review, analyze due diligence requests (.7); draft responses to same (.6); review, analyze trademark license agreement re joint venture partner's rights post-bankruptcy (1.0).
05/10/23	Daniel Elizondo	1.00	Review, revise confidentiality agreements (.7); correspond with Company re same (.3).
05/10/23	Ross J. Fiedler	0.70	Correspond with N. Sosnick, K&E team, Alix team and Lazard team re sale process and related issues (.4); correspond with Proskauer team re diligence requests (.3).
05/10/23	Emily Geier, P.C.	1.20	Telephone conference re asset sales (.2); correspond with Lazard team re same (.3); correspond with D. Hunter, K&E team re same (.7).
05/10/23	Derek I. Hunter	0.90	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/10/23	Ben Kovach	1.60	Review and revise intellectual property search results.
05/10/23	Daniel Lewis, P.C.	1.00	Review, analyze joint venture license agreement issues (.5); conference with B. Kovach, K&E team re same (.5).
05/10/23	Peter Liskanich	0.10	Review and revise non-disclosure agreements.
05/10/23	Domenico Pietromonaco	1.60	Correspond with Company advisors re preliminary overlap antitrust assessment (.2); review documents re clean team treatment (.9); draft preliminary overlap antitrust assessment (.5).
05/10/23	Kyla Risko	1.00	Correspond with D. Lewis and M. Darch re trademark license agreement analysis.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/23	Kyla Risko	0.80	Draft analysis of trademark license agreement as it applies to joint venture activities.
05/10/23	Kyla Risko	1.00	Analyze trademark license.
05/10/23	Kyla Risko	1.50	Review, analyze privacy law issues.
05/10/23	Kyla Risko	0.50	Telephone conference with M. Darch re privacy law.
05/10/23	Christine Shang	0.40	Research first in, last out facility, going concern sale.
05/10/23	Michael A. Sloman	0.60	Research, analyze diligence requests re intellectual property.
05/10/23	Noah Z. Sosnick	0.30	Correspond with M. Young, Lazard team re joint venture sale.
05/10/23	Carolina I. Velarde	0.10	Review and analyze documents for clean team designation.
05/10/23	Mary Catherine Young	1.20	Conference with M. Darch re intellectual property considerations re asset sale (.3); review, analyze correspondence re same (.3); correspond with N. Sosnick, K&E team re same (.6).
05/11/23	Allison Azarloza	0.70	Telephone conference with Company re intellectual property carveout.
05/11/23	Matt Darch	0.90	Correspond with K. Risko re responses to bidder intellectual property and technology due diligence requests.
05/11/23	Ross J. Fiedler	0.30	Correspond with E. Geier, K&E team, Lazard team re sale process.
05/11/23	Emily Geier, P.C.	1.20	Correspond with R. Fiedler, K&E team, Alix team, Lazard team re asset sales (.6); telephone conference with D. Hunter, K&E team, Alix team, Lazard team re implementation issues (.4); correspond with D. Hunter, K&E team re non-disclosure agreement issues (.2).
05/11/23	Derek I. Hunter	0.90	Conference with E. Geier, K&E team, Lazard team re marketing process (.7); correspond with E. Geier, K&E team, Lazard team re same (.2).
05/11/23	Ben Kovach	2.30	Review and revise intellectual property schedules.
05/11/23	Daniel Lewis, P.C.	0.50	Review, analyze diligence matters.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Kyla Risko	1.10	Telephone conference with M. Darch re diligence responses and trademark license agreement analysis.
05/11/23	Kyla Risko	1.50	Revise summary of trademark license agreement analysis.
05/11/23	Josh Sussberg, P.C.	0.10	Telephone conference with M. Benn re asset interest.
05/11/23	Mary Catherine Young	2.20	Correspond with Company, R. Fiedler, K&E team re diligence requests (.5); research sale re captive insurance interest (1.7).
05/12/23	Allison Azarloza	3.30	Analyze and revise non-disclosure agreement (2.8); update form and carveout asset purchase agreements (.5).
05/12/23	Matt Darch	0.20	Correspond with B. Kovach, K&E team re buyer due diligence requests re intellectual property and technology.
05/12/23	Daniel Elizondo	2.00	Review, draft short form asset purchase agreement (1.5); correspond with D. Hunter re same (.5).
05/12/23	Emily Geier, P.C.	1.40	Telephone conferences with Lazard team re asset sales (.4); review, analyze bids (.5); correspond with D. Hunter, K&E team re same (.3); correspond with Alix team re same (.2).
05/12/23	Stephanie Greco	0.20	Correspond with D. Hunter, K&E team re clean team, information sharing concerns.
05/12/23	Derek I. Hunter	0.90	Conference with E. Geier, K&E team, Lazard team re marketing process (.5); correspond with E. Geier, K&E team, Lazard team re same (.4).
05/12/23	Ben Kovach	0.50	Review, analyze trademark license agreement.
05/12/23	Daniel Lewis, P.C.	0.50	Review, analyze asset separation and transition matters.
05/12/23	Peter Liskanich	1.20	Review, analyze precedent re interested bidder non-disclosure agreement (1.0); review, analyze asset purchase agreement precedent re specified asset sales (.2).
05/12/23	Domenico Pietromonaco	0.30	Review, analyze documents re clean team treatment.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/23	Mary Catherine Young	1.60	Correspond with R. Fiedler, K&E team re revised bidding procedures dates and deadlines (.4); research sale of captive insurance interest (1.2).
05/13/23	Allison Azarloza	0.50	Review and revise markup to non-disclosure agreement.
05/13/23	Matt Darch	0.50	Prepare for and attend telephone conference re bid for ecommerce assets.
05/13/23	Daniel Elizondo	2.40	Telephone conference with Lazard and Alix teams re carveout transaction and transition services agreement (.8); review, revise confidentiality agreement (.6); draft confidentiality agreement (1.0).
05/13/23	Ross J. Fiedler	0.40	Correspond with D. Hunter, K&E team, Lazard team re sale process, related issues.
05/13/23	Derek I. Hunter	0.40	Correspond with R. Fiedler, K&E team, Lazard team re marketing process.
05/13/23	Ben Kovach	0.50	Review and revise diligence request responses.
05/13/23	Daniel Lewis, P.C.	0.50	Conference with S. Toth, K&E team re bidder proposal (.2); conference with S. Toth, K&E team re transition service agreement and indications of interest status and process items (.3).
05/13/23	Steve Toth	0.60	Telephone conference with Lazard team, Company and D. Lewis, K&E team re bid and follow up information.
05/14/23	Ben Kovach	0.30	Review and revise intellectual property schedules.
05/14/23	Peter Liskanich	3.50	Draft specified assets purchase agreement.
05/15/23	Allison Azarloza	1.70	Correspond with R. Fiedler, K&E team re coordination re non-disclosure agreement (1.1); review and analyze non-disclosure agreement (.6).
05/15/23	Amy Barber	0.50	Review, analyze background materials from M. Darch.
05/15/23	Ross J. Fiedler	0.90	Telephone conference with E. Geier, K&E team, Company and Huth Reynolds team re interest in section 301 claims (.5); correspond with Lazard team, M. Young re same (.2); telephone conference with S. Helgason re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Emily Geier, P.C.	1.60	Telephone conferences with interested bidders (.8); correspond with Lazard, Alix, D. Hunter, K&E teams re asset sale issues (.8).
05/15/23	Parimah Hassouri	0.50	Review, analyze correspondence re sale of captive insurer (.2); review, analyze state law re same (.3).
05/15/23	Derek I. Hunter	0.20	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/15/23	Ben Kovach	0.50	Review and revise diligence request responses.
05/15/23	Peter Liskanich	0.20	Review, analyze interested bidder non-disclosure agreement (.1); review asset purchase agreement mark-up for certain intellectual property assets (.1).
05/15/23	Jeffrey Norgle	8.70	Review and analyze intellectual property listed in Company disclosure schedules (3.0); review, analyze K&E intellectual property schedules (2.8); revise same (2.9).
05/15/23	Domenico Pietromonaco	0.50	Review, analyze clean team agreement (.1); review employee profiles re determination whether members can be on the clean team (.1); review overlaps re determination re two companies need clean team treatment (.2); correspond with Company and C. Velarde re same (.1).
05/15/23	Noah Z. Sosnick	0.60	Correspond with M. Young re sale process (.3); review and analyze issues re same (.3).
05/15/23	Carolina I. Velarde	0.10	Review and analyze documents for competitively sensitive information.
05/15/23	Mary Catherine Young	1.80	Correspond with R. Fiedler re bidding procedures deadlines (.2); revise summary re same (.6); research captive insurance sale issue (.5); correspond with N. Sosnick re same (.3); correspond with R. Fiedler, Company re litigation schedule (.2).
05/16/23	Allison Azarloza	2.00	Analyze and revise draft of non-disclosure agreement (1.3); correspond with N. Sosnick, K&E team re executed non-disclosure grant agreements and diligence questions (.7).
05/16/23	Amy Barber	1.30	Review, analyze various diligence request lists (.4); correspond with M. Darch re same (.3); review, analyze diligence materials (.3); correspond with B. Kovach re next steps (.3).

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05/16/23	Matt Darch	0.80	Review, analyze bidder due diligence request list (.5); correspond with A. Barber re same (.3).
05/16/23	Ross J. Fiedler	1.70	Correspond with E. Geier, K&E team, and Alix team re sale processes (.5); correspond with Company advisors, Proskauer team re same (.5); telephone conferences with Proskauer team, Company advisors re same (.4); telephone conference with Company advisors re same (.3).
05/16/23	Emily Geier, P.C.	1.30	Telephone conference with Lazard team, D. Hunter, K&E team, Alix team re asset sale timelines and related matters (.3); correspond with Lazard team, K&E team, Alix team re asset sale matters (1.0).
05/16/23	Derek I. Hunter	0.50	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/16/23	Ben Kovach	1.30	Review, analyze diligence request responses.
05/16/23	Daniel Lewis, P.C.	0.50	Review, analyze separation diligence and transition service agreement matters.
05/16/23	Jeffrey Norgle	5.00	Review and analyze intellectual property listed in Company disclosure schedules (2.6); revise internal K&E intellectual property schedules (2.4).
05/16/23	Domenico Pietromonaco	0.30	Review and analyze documents with respect to clean team treatment.
05/16/23	Kyla Risko	0.50	Telephone conference with M. Darch re bidder due diligence request.
05/16/23	Noah Z. Sosnick	0.30	Correspond with R. Fiedler, K&E, Alix, Lazard teams re sale process.
05/16/23	Mary Catherine Young	0.70	Correspond with R. Fiedler, K&E team re key dates re sale process (.4); correspond with Company, Lazard team re litigation schedule (.3).
05/17/23	Allison Azarloza	3.70	Analyze and revise drafts of non-disclosure agreements (2.0); review and analyze joint venture agreement (1.0); telephone conference with N. Sosnick, K&E team re transition services agreements (.7).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Amy Barber	1.70	Review, analyze B. Kovach responsive comments to diligence request lists (.5); review diligence materials in parallel and prepare comments to B. Kovach re same (.6); review, analyze notes and background re separation of assets (.6).
05/17/23	Matt Darch	1.60	Attend telephone conference with Company re transition services agreement (.5); correspond with A. Barber, K&E team re bankruptcy transition services agreement precedent (1.1).
05/17/23	Ross J. Fiedler	1.40	Telephone conference with Company, Lazard and Alix teams re sale process (.7); review, revise auction notice and milestone extension notice (.4); correspond with N. Sosnick, K&E team re joint venture (.3).
05/17/23	Max M. Freedman	1.30	Draft revised auction notice (.6); draft revised sale timeline (.5); correspond with R. Fiedler, N. Sosnick re same (.2).
05/17/23	Emily Geier, P.C.	1.20	Telephone conference and correspond with Lazard team re asset sales (.5); correspond with D. Hunter, K&E team re same (.7).
05/17/23	John Thomas Goldman	2.00	Review potential party in interest (.5); review form purchase agreement (1.5).
05/17/23	Parimah Hassouri	1.00	Correspond with N. Sosnick, K&E team re captive insurance sale.
05/17/23	Derek I. Hunter	1.10	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/17/23	Ben Kovach	3.50	Telephone conference with Company re transition services entanglements and take notes (.5); review, analyze materials in data room (1.2); draft diligence request responses (1.8).
05/17/23	Daniel Lewis, P.C.	3.50	Review, analyze transition services agreement planning issues (1.5); telephone conference with Company and advisors re transition services agreement matters (.5); conference with S. Toth, K&E team re transition services agreement matters (1.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Peter Liskanich	1.30	Review interested bidder non-disclosure agreement (.1); telephone conference with Company re transition services matters (.5); review and revise interested bidder non-disclosure agreement (.2); review, analyze joint venture agreement (.1); correspond with A. Azarloza re same (.1); review interested bidder non-disclosure agreement (.1); correspond with A. Azarloza re same (.2).
05/17/23	Domenico Pietromonaco	0.40	Review and analyze documents for clean team treatment.
05/17/23	Kyla Risko	2.00	Draft reciprocal transition services agreement.
05/17/23	Noah Z. Sosnick	1.00	Correspond with UCC, U.S. Trustee re bid milestones (.3); correspond with R. Fiedler, K&E team re transition services agreement (.2); correspond with M. Young, K&E team re captive insurance sales (.3); research precedent same (.2).
05/17/23	Steve Toth	1.00	Correspond with Lazard team, Alix team, Company, R. Fiedler, K&E team re separation matters (.6); correspond with S. Toth, K&E team re transition services agreement (.4).
05/17/23	Mary Catherine Young	1.80	Correspond with R. Fiedler, Company re litigation schedule (.2); correspond with N. Sosnick, K&E team re sale process (.5); correspond with N. Sosnick re captive insurance entity sale issue (.3); draft, revise auction notice, notice of deadline extension (.6); correspond with Proskauer, DPW teams re same (.2).
05/18/23	Allison Azarloza	1.70	Analyze and revise drafts of non-disclosure agreement (.5); telephone conference with Company re transition services agreement and draft of asset purchase agreement (1.2).
05/18/23	Matt Darch	2.00	Prepare for conference with B. Kovach, K&E team re transition services agreement (.7); attend conference with B. Kovach, K&E team re same (.5); review and revise due diligence request list (.4); correspond with K. Risko, K&E team re same (.4).
05/18/23	Daniel Elizondo	1.50	Review, revise and draft purchase agreement for Buy Buy Baby (1.2); correspond with Company re same (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Daniel Elizondo	0.60	Telephone conference with R. Fiedler, K&E team re transition services agreement.
05/18/23	Daniel Elizondo	0.50	Telephone conference with R. Fiedler, K&E team re disclosure schedules.
05/18/23	Ross J. Fiedler	1.20	Telephone conference with E. Geier, K&E team, advisors re transition services agreement (.5); conference with S. Helgason re tariff claim research (.3); review, analyze same (.4).
05/18/23	Emily Geier, P.C.	0.70	Correspond with R. Fiedler, K&E team, Alix team, Lazard team re asset sales.
05/18/23	Derek I. Hunter	0.30	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/18/23	Ben Kovach	3.00	Conference with M. Darch, K&E team re transition services agreements and take notes (.8); conference with D. Lewis, K&E team re next steps (2.2).
05/18/23	Daniel Lewis, P.C.	6.70	Review, revise transition services agreement and separation planning and strategy (3.3); conference with B. Kovach, K&E team re transition services agreement and asset purchase agreement matters (1.0); conference with B. Kovach, K&E team re same (.5); draft transition services agreement (1.4); review, analyze diligence requests (.5).
05/18/23	Domenico Pietromonaco	0.30	Review and analyze documents for clean team treatment.
05/18/23	Kyla Risko	1.00	Review and revise transition services agreement.
05/18/23	Kyla Risko	1.00	Telephone conference with B. Kovach, K&E team re transition services.
05/18/23	Kyla Risko	0.50	Telephone conference with D. Lewis, M. Darch and B. Kovach re transition services efforts and intellectual property disclosures.
05/18/23	Noah Z. Sosnick	1.50	Telephone conference with Company, advisors re transition services agreement (1.0); telephone conference with Lazard team re captive insurer (.2); correspond with R. Fiedler, K&E team, Lazard team re same (.3).

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05/18/23	Steve Toth	1.40	Participate in telephone conference with K. Risko, K&E team re transition services agreement (.6); correspond with D. Elizondo re same and analyze related correspondence (.5); respond to correspondence re carve out and transition services agreement (.3).
05/18/23	Mary Catherine Young	0.80	Revise auction notice (.2); correspond with N. Sosnick re captive insurance sale issue (.2); correspond with R. Fiedler re sale process timeline (.4).
05/19/23	Allison Azarloza	0.70	Revise drafts of non-disclosure agreements (.5); correspond with M. Darch, K&E team re coordination re intellectual property diligence requests (.2).
05/19/23	Matt Darch	1.50	Prepare for telephone conference re transition services agreement and separation due diligence (1.0); telephone conference with B. Kovach, K&E team re same (.5).
05/19/23	Ross J. Fiedler	1.00	Telephone conference with Company, Lazard, Alix and N. Sosnick, K&E teams re sale process (.5); telephone conference with Company, Huth Reynolds and N. Sosnick, K&E team re section 301 tariff claim (.5).
05/19/23	Parimah Hassouri	0.50	Telephone conference with M. Young, K&E team re captive sale.
05/19/23	Derek I. Hunter	0.70	Correspond with R. Fiedler, K&E team, Lazard team re marketing process.
05/19/23	Ben Kovach	5.20	Research precedent transition services documents (.9); telephone conference with Company and advisors re transition services agreement (.3); telephone conference with D. Lewis, M. Darch and K. Risko re transition services agreement (.2); review, analyze precedent transition services agreements (3.8).
05/19/23	Daniel Lewis, P.C.	3.00	Review, analyze separation and transaction services agreement matters (1.0); prepare for meeting with Company and advisor team re same (.5); conference with B. Kovach, K&E team re diligence and transaction services agreement matters (.5); review interested bidder issues list (.5); draft transaction services agreement (.5).

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05/19/23	Jeffrey Norgle	10.50	Review and analyze intellectual property listed in Company disclosure schedules (3.2); review, revise K&E intellectual property schedules (3.7); revise same (3.6).
05/19/23	Domenico Pietromonaco	0.30	Review and analyze documents for clean team treatment.
05/19/23	Kyla Risko	1.00	Review, analyze diligence requests (.5); draft summary re same (.5).
05/19/23	Kyla Risko	0.90	Correspond with M. Darch re summary of intellectual property matters.
05/19/23	Kyla Risko	3.00	Review, revise transition services agreement.
05/19/23	Noah Z. Sosnick	0.80	Telephone conference with interested party re sale process (.4); correspond with R. Fiedler, K&E team, Lazard team re same (.2); telephone conferences with R. Fiedler, K&E team, Lazard team re same (.2).
05/19/23	Steve Toth	0.90	Telephone conference with Lazard team, Alix team, Company, E. Geier and K&E team re transition services agreement matters (.6); analyze and respond to correspondence re diligence matters (.3).
05/19/23	Mary Catherine Young	0.70	Conference with N. Sosnick, K&E team, re potential bidder re captive insurance sale issue (.5); analyze issues re same (.2).
05/20/23	Ben Kovach	0.30	Review, analyze precedent transition services agreements.
05/20/23	Jeffrey Norgle	7.50	Review and analyze intellectual property listed in Company disclosure schedules (2.7); review, revise K&E intellectual property schedules (2.3); revise same (2.5).
05/20/23	Kyla Risko	2.30	Revise transition services agreement.
05/21/23	Allison Azarloza	1.80	Analyze and revise non-disclosure agreements (1.3); review consultant non-disclosure agreement (.5).
05/21/23	Daniel Elizondo	0.60	Review and analyze issues list re proposed acquisition (.4); correspond with D. Hunter, K&E team re same (.2).
05/21/23	Derek I. Hunter	0.50	Correspond with R. Fiedler, N. Sosnick, K&E team, Lazard team re marketing process.
05/21/23	Daniel Lewis, P.C.	1.00	Review, analyze bidder indication of interest issues.

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05/21/23	Steve Toth	0.60	Analyze bidder letter of intent and related issues list.
05/22/23	Allison Azarloza	1.40	Correspond with P. Liskanich K&E team re coordination re non-disclosure agreements.
05/22/23	Amy Barber	5.30	Review, analyze diligence requests status (1.3); review, analyze diligence documents and correspondence re same (1.1); review, revise transition services agreement related notes and correspondence (.9); review, analyze transition services agreement (1.5); review, analyze B. Kovach follow up questions to diligence workstreams (.2) prepare comments to same (.3).
05/22/23	Matt Darch	1.60	Review and analyze bidder indication of interest (1.2); correspond with D. Hunter, K&E team re same (.4).
05/22/23	Emily Geier, P.C.	1.60	Telephone conferences with interested bidders (.8); correspond with Lazard, Alix, D. Hunter and K&E team re asset sale issues (.8).
05/22/23	Derek I. Hunter	0.70	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/22/23	Ben Kovach	1.70	Review, analyze Company intellectual property documentation.
05/22/23	Daniel Lewis, P.C.	2.00	Conference with M. Darch, K&E team re transition services agreement and diligence status (.5); review, analyze bidder indication of interest (.9); conference with M. Darch, K&E team re asset purchase agreement matters (.6).
05/22/23	Peter Liskanich	0.90	Correspond with K. Sham re non-disclosure agreement process (.1); review, analyze interested bidder non-disclosure agreement (.2); conference with D. Elizondo re interested bidder non-disclosure agreement (.1); correspond with Lazard team re same (.1); review and revise non-disclosure agreements (.4).
05/22/23	Domenico Pietromonaco	0.30	Review and analyze potential antitrust issues.
05/22/23	Kristie Sham	1.50	Draft, revise non-disclosure agreements.
05/22/23	Noah Z. Sosnick	0.50	Correspond with Lazard team re sale process (.3); correspond with Company re diligence requests (.2).

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05/22/23	Steve Toth	0.40	Analyze correspondence from potential bidder re asset purchase agreements (.2); analyze correspondence from potential bidder re non-disclosure agreements (.2).
05/22/23	Mary Catherine Young	3.10	Correspond with R. Fiedler, K&E team re bidding procedures dates and deadline (.2); draft overview of deliverables re same (1.2); correspond with R. Fiedler re same (.6); coordinate sale process conference with Alix and Lazard teams (.8); correspond with Alix team re executory contract schedule (.3).
05/23/23	Allison Azarloza	4.40	Review and revise drafts of non-disclosure agreements (1.9); telephone conferences with Company and bankers re non-lease sale process and business diligence calls (2.5).
05/23/23	Amy Barber	2.60	Review, analyze transition services agreement (1.5); revise same (.4); correspond with D. Lewis and M. Darch re same (.3); review, analyze updates re diligence workstreams (.4).
05/23/23	Matt Darch	3.10	Correspond with D. Elizondo, K&E team re transaction status and status of various workstreams (.3); attend due diligence telephone conference with interested bidder (.8); prepare for same (.2) attend telephone conference re bid status (.4); prepare for same (.1); review and revise transition services agreement (1.3).
05/23/23	Daniel Elizondo	3.50	Telephone conference with bidder re IP matters (1.0); telephone conference with advisers re sale process (.4); telephone conference with bidder re IP and transition services (1.0); correspond with D. Hunter, K&E team re non-disclosure agreements (.8); correspond with D. Hunter, K&E team re sale of joint venture (.3).
05/23/23	Ross J. Fiedler	1.10	Telephone conference with E. Geier, K&E, Lazard and Alix teams re sale process (.5); correspond with Lazard, N. Sosnick, K&E teams re diligence matters (.3); correspond with Lazard, E. Geier, K&E teams re joint venture non-disclosure agreement (.2); review, analyze same (.1).
05/23/23	Max M. Freedman	0.50	Conference with R. Fiedler, K&E team re sale process.

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05/23/23	Emily Geier, P.C.	1.30	Telephone conference with, R. Fiedler, K&E, Lazard, Alix teams re asset sale timelines and related matters (.3); correspond with R. Fiedler, K&E, Lazard, Alix teams re asset sale matters (1.0).
05/23/23	Derek I. Hunter	1.50	Conference and correspond with E. Geier, K&E team, Lazard team re marketing process.
05/23/23	Ben Kovach	2.00	Review company intellectual property schedules (.5); draft responses to diligence requests (1.0); coordinate data room uploads (.2); attend bidder conference (.3).
05/23/23	Daniel Lewis, P.C.	3.30	Review, analyze separation diligence matters (.5); correspond with E. Geier, K&E team re bids (.5); participate in telephone conference with Alix, Lazard, E. Geier, K&E teams re separation diligence and buyer bids (.9); prepare for same (.1); review intellectual property diligence and separation workstream summary chart (.3); review, analyze buyer diligence (1.0).
05/23/23	Peter Liskanich	2.00	Review and revise various counterparty non-disclosure agreements (.8); correspond with Company re counterparty non-disclosure agreements (.2); telephone conference with bidder (.7); correspond with K&E team re asset purchase and joint venture workstreams (.3).
05/23/23	Jeffrey Norgle	12.00	Review and analyze intellectual property listed in Company disclosure schedules (2.5); review K&E intellectual property schedules (3.5); revise same (3.2); further review, analyze same (2.8).
05/23/23	Domenico Pietromonaco	0.50	Review and analyze potential antitrust issues.
05/23/23	Kyla Risko	2.00	Telephone conference with bidder.
05/23/23	Kristie Sham	0.20	Review and compile non-disclosure agreements.
05/23/23	Noah Z. Sosnick	0.80	Correspond with E. Geier, K&E, Lazard teams re sale process (.3); telephone conference with E. Geier, K&E, Lazard teams re same (.5).
05/23/23	Steve Toth	0.70	Telephone conference with Lazard, Alix and E. Geier, K&E teams re sale process update.

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05/23/23	Mary Catherine Young	3.60	Correspond with Alix team re executory contract schedule (.5); conference with Alix, Lazard teams re sale process updates (.8); correspond and conference with bidder's counsel re potential sale of Company asset (.7); correspond with N. Sosnick re same (.4); conferences with S. Helgason re litigation claim proceeds sale consideration (.5); research re same (.7).
05/24/23	Allison Azarloza	1.90	Review, analyze revised drafts of non-disclosure agreements (1.6); correspond with P. Liskanich, K&E team re coordination re signatories to non-disclosure agreement (.3).
05/24/23	Matt Darch	2.20	Prepare for due diligence telephone conference with Company and bidder team re information technology systems (.2); telephone conference with Company and E. Geier, K&E team re same (1.3); correspond with E. Geier, K&E team re separation planning and allocation of information technology assets (.7).
05/24/23	Daniel Elizondo	1.40	Telephone conference with Company and Company advisors re Buy Buy Baby sale (1.0); review, revise and draft confidentiality agreement (.4).
05/24/23	Emily Geier, P.C.	0.60	Correspond with D. Hunter, K&E team, Alix team, Lazard team re asset sales.
05/24/23	Derek I. Hunter	1.20	Conference with E. Geier, K&E team, Lazard team re marketing process.
05/24/23	Ben Kovach	2.30	Coordinate bidder diligence request responses (1.0); attend bidder conference (1.3).
05/24/23	Daniel Lewis, P.C.	2.50	Review, analyze separation diligence matters (.5); correspond with B. Kovach, K&E team re diligence (1.0); participate in telephone conference with Alix, Lazard, K&E team and bidder teams re separation diligence (.4); prepare for same (.1); review intellectual property diligence and separation workstream summary chart (.5).
05/24/23	Peter Liskanich	0.50	Review and revise bidder non-disclosure agreement (.2); review, analyze various bidder on-disclosure agreements (.2); correspond with K. Sham re same (.1).
05/24/23	Domenico Pietromonaco	0.20	Review and analyze potential antitrust issues.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Kyla Risko	1.50	Telephone conference with bidder.
05/24/23	Kristie Sham	0.50	Review and finalize non-disclosure agreements.
05/24/23	Steve Toth	0.40	Analyze and respond to bidder correspondence re non-disclosure agreements (.2); correspond with E. Geier, K&E team re diligence (.2).
05/24/23	Mary Catherine Young	1.20	Research litigation proceeds sale (.7); conference with S. Helgason re same (.2); conference with H. Ku re executory contract schedule (.3).
05/25/23	Allison Azarloza	0.50	Telephone conference with counterparty re consultant non-disclosure agreement.
05/25/23	Amy Barber	1.00	Review, analyze correspondence B. Kovach re diligence workstreams (.5); participate in conference with M. Darch, B. Kovach and R. Crane re same (.4); prepare for same (.1).
05/25/23	Matt Darch	2.40	Attend telephone conference re separation matters with Lazard, Alix teams and Company management (.4); prepare for same (.1); review and revise transition services agreement (1.3); attend conference re intellectual property and separation due diligence (.5); prepare for same (.1).
05/25/23	Daniel Elizondo	1.00	Telephone conference with E. Geier, K&E team, Company, Lazard re Buy Buy Baby sale.
05/25/23	Max M. Freedman	0.50	Conference with Lazard team re sale process.
05/25/23	Emily Geier, P.C.	1.20	Telephone conference with Lazard team, N. Sosnick, K&E team, Alix team re asset sales (.5); correspond with D. Hunter, K&E team re same (.7).
05/25/23	Derek I. Hunter	0.50	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/25/23	Ben Kovach	1.80	Review diligence request list (.8); coordinate diligence and correspond with D. Lewis, K&E team re same (1.0).
05/25/23	Daniel Lewis, P.C.	1.50	Review, analyze separation diligence matters (.5); review, analyze buyer diligence matters (1.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Peter Liskanich	0.70	Correspond with Lazard team re bid process (.4); draft summary re same (.1); correspond with various parties re non-disclosure agreements (.2).
05/25/23	Kyla Risko	3.50	Draft transition services agreement form.
05/25/23	Kristie Sham	0.70	Review and finalize non-disclosure agreements.
05/25/23	Noah Z. Sosnick	0.80	Telephone conference and correspond with buyer re paper sale (.3); telephone conference with advisor group re sale process (.5).
05/25/23	Josh Sussberg, P.C.	0.10	Telephone conference with potential bidder re potential interest in assets.
05/25/23	Steve Toth	0.60	Participate in advisor telephone conference with Lazard, Alix and D. Elizondo, E. Geier, K&E teams re sale process update (.4); correspond with D. Elizondo re same (.2).
05/25/23	Mary Catherine Young	1.40	Conference with Alix, Lazard teams re sale process (.5); correspond with S. Helgason re litigation proceeds sale considerations (.2); draft analysis re same (.7).
05/26/23	Allison Azarloza	0.70	Review and coordinate execution of non-disclosure agreements.
05/26/23	Matt Darch	0.90	Correspond with P. Liskanich, K&E team re asset purchase agreement and separation of intellectual property assets.
05/26/23	Daniel Elizondo	1.40	Telephone conference with E. Geier and K&E team, Lazard re asset sale (1.0); revise and draft confidentiality agreement (.4).
05/26/23	Emily Geier, P.C.	1.10	Telephone conferences and correspond with Lazard team re asset sales (.2); review, analyze bid documents (.9).
05/26/23	Susan D. Golden	0.50	Coordinate publication of lease auction in New York Times.
05/26/23	Ben Kovach	2.50	Review, analyze intellectual property schedules (.3); coordinate diligence (.3); review, analyze data room materials (.3); conference with Company and bidder re cybersecurity and correspondence re same (1.6).
05/26/23	Daniel Lewis, P.C.	2.00	Review, analyze buyer diligence matters (1.0); telephone conference with D. Elizondo, K&E team re transition services agreement matters (1.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Peter Liskanich	0.20	Correspond with bidder party re non-disclosure agreement.
05/26/23	Domenico Pietromonaco	1.20	Review and analyze potential antitrust issues.
05/26/23	Kyla Risko	1.00	Correspond with M. Darch re diligence requests.
05/26/23	Kyla Risko	0.50	Telephone conference with M. Darch re transition services agreement.
05/26/23	Kristie Sham	0.20	Review and finalize non-disclosure agreements.
05/26/23	Noah Z. Sosnick	0.90	Correspond with Proskauer, R. Fiedler and K&E teams, Lazard teams re diligence requests (.5); coordinate materials re same (.4).
05/26/23	Mary Catherine Young	1.50	Revise litigation proceeds sale consideration analysis (.4); research same (.6); conference with S. Helgason re same (.2); further revise same (.3).
05/28/23	Daniel Lewis, P.C.	0.50	Review, analyze bidder transition services agreement proposal.
05/29/23	Ben Kovach	0.30	Review transition service agreement requirements from bidder (.2); correspond with E. Geier, K&E team re same (.1).
05/29/23	Daniel Lewis, P.C.	0.50	Review, analyze bidder transition services agreement proposal.
05/29/23	Peter Liskanich	0.20	Correspond with D. Lewis, M. Antinossi re transition services agreement matters.
05/29/23	Domenico Pietromonaco	0.20	Review and analyze potential antitrust issues.
05/29/23	Mary Catherine Young	0.70	Draft sale process inquiry summary.
05/30/23	Matthew Antinossi	0.60	Review, analyze transition services agreement service request (.3); correspond with P. Liskanich, K&E team re same (.2); correspond with P. Liskanich, K&E team re employee benefits issues (.1).
05/30/23	Allison Azarloza	2.30	Analyze and revise non-disclosure agreements (1.4); review carveout issues list (.6); correspond with P. Liskanich, K&E team re diligence (.3).
05/30/23	Amy Barber	1.90	Correspond with P. Liskanich, K&E team re transition services agreement and diligence workstreams (.6); review transition services agreement schedules (.6); revise same (.7).
05/30/23	Matt Darch	0.50	Review due diligence documents.

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05/30/23	Daniel Elizondo	0.50	Telephone conference with Lazard re sale process status.
05/30/23	Ross J. Fiedler	0.40	Telephone conference with Lazard, E. Geier, K&E team re sale process.
05/30/23	Emily Geier, P.C.	2.10	Telephone conference with Lazard, Alix and R. Fiedler, K&E teams re asset sales (.3); correspond with Lazard, R. Fiedler, K&E teams re asset sale issues (1.8).
05/30/23	Ben Kovach	2.30	Review and revise diligence potential bidder request responses (1.8); correspond with D. Lewis, K&E team re same (.5).
05/30/23	Daniel Lewis, P.C.	5.80	Review, revise transition services agreement and separation planning (1.0); telephone conference with B. Kovach, K&E team, Lazard and Alix teams re same (.5); review, analyze bidder diligence requests (.3); review and revise transition services agreement (2.5); telephone conference with Lazard team re transition services agreement and diligence matters (.5); correspond with B. Kovach, K&E team re same (1.0).
05/30/23	Peter Liskanich	1.10	Correspond with Lazard team re carve-out sale process (.5); correspond with HR team re transition services agreement (.2); correspond with A. Azarloza re transition services agreement considerations and asset purchase agreement disclosure schedules (.3); review and revise non-disclosure agreement (.1).
05/30/23	Christian O. Nagler, P.C.	0.50	Telephone conference with E. Geier re update on sale process.
05/30/23	Domenico Pietromonaco	0.20	Review and analyze potential antitrust issues.
05/30/23	Kyla Risko	3.20	Draft, revise transition services agreement requirements document.
05/30/23	Kyla Risko	0.50	Telephone conference with B. Kovach re intellectual property diligence requests.
05/30/23	Kyla Risko	1.40	Correspond with M. Darch re separation documentation needed for each bid.
05/30/23	Kyla Risko	2.50	Revise transition services agreement.
05/30/23	Jessica M. Yeh	0.50	Review, analyze proposed structure of sale of JV.

Legal Services for the Period Ending May 31, 2023

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Bed Bath and Beyond Inc.

Invoice Number:

1050080203

Asset Sales/Section 363/Use, Sale &amp; Disp

Matter Number:

53510-10

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Mary Catherine Young	1.30	Conference with Alix, Lazard teams re sale process (.5); review intellectual property sale due diligence requests (.2); correspond with Lazard team re same (.3); analyze considerations re sale hearing (.3).
05/31/23	Matthew Antinossi	1.10	Review, analyze transition services agreement service requests (.3); review, analyze draft transition services agreement (.4); correspond with A. Azarloza, K&E team re same and employee benefits issues (.4).
05/31/23	Allison Azarloza	2.80	Review and revise buyer markups of purchase agreements (1.6); analyze and coordinate execution of non-disclosure agreements (1.2).
05/31/23	Amy Barber	5.40	Draft, revise transition services agreement schedules (.8); review, analyze asset purchase agreement (.8); draft issues summary re same (.7); correspond with D. Lewis and M. Darch re same (.2); conference with D. Lewis, K&E team re asset purchase agreement (.5); revise issues summary (.5); correspond with D. Lewis and M. Darch re same (.2); review, analyze same (.4); revise issues summary (1.1); correspond with D. Lewis, K&E team re same (.2).
05/31/23	Wes Benter	1.00	Draft, revise transition services agreement.
05/31/23	Matt Darch	3.00	Prepare for and attend telephone conference re asset purchase agreement with K&E team (.5); attend telephone conference re asset purchase agreement with Lazard, Alix and Company teams (1.5); attend telephone conference with E. Geier, K&E team re due diligence requests (.5); review, analyze due diligence responses (.5).
05/31/23	Tamar Donikyan	0.70	Correspond with D. Hunter, K&E team re conversion calculations (.2); correspond with Company re same (.3); correspond with company re 10-K draft (.2).
05/31/23	Daniel Elizondo	4.50	Telephone conference with D. Hunter, K&E team re transition services matters (.5); telephone conference with Lazard re bidder drafts of purchase agreements (.5); review, revise and draft issues list re draft purchase agreement (2.2); correspond with company advisors re same (1.3).

Legal Services for the Period Ending May 31, 2023

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Bed Bath and Beyond Inc.

Invoice Number:

1050080203

Matter Number:

53510-10

Asset Sales/Section 363/Use, Sale &amp; Disp

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Ross J. Fiedler	1.60	Telephone conference with S. Toth, K&E team re Overstock APA (.5); correspond with E. Geier, K&E team, Lazard re sale process (.3); correspond with C. Dale re sale milestones (.2); telephone conferences with Proskauer, Lazard re same (.3); review transition services agreement (.3).
05/31/23	Max M. Freedman	1.10	Conference with B. Kovachs, K&E team, Proskauer re sale process diligence (.5); review, revise transition services agreement (.6).
05/31/23	Emily Geier, P.C.	2.00	Correspond and conference with D. Hunter, K&E team, Proskauer, counsel to UCC re asset sale issues and timeline (.8); correspond with Lazard, D. Hunter, K&E teams re asset sale matters, draft asset purchase agreements and timeline (.7); telephone conferences with bidder counsel (.5).
05/31/23	Derek I. Hunter	0.40	Correspond with E. Geier, K&E team, Lazard team re marketing process.
05/31/23	Nisha Kanchanapoomi, P.C.	0.50	Telephone conference with E. Geier, K&E team, company advisors, re status of transaction s.
05/31/23	Ben Kovach	4.00	Coordinate intellectual property diligence request discussion (.3); telephone conference with D. Lewis, K&E team re purchase agreement (.5); telephone conference with Company re purchase agreement (.5); correspond with D. Lewis, K&E team re same (.7); telephone conference with D. Lewis, K&E team re diligence request responses (1.0) correspond with D. Lewis, K&E team re same (1.0).
05/31/23	Daniel Lewis, P.C.	6.90	Review, analyze bidder transition services agreement proposal (2.2); review, analyze bidder asset purchase agreement (1.8); telephone conference with Lazard and B. Kovach, K&E teams re same (1.0); review, analyze buyer diligence matters (.6); review, analyze to bidder asset purchase agreement issues list (.9); review, analyze transition services agreement (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Peter Liskanich	1.10	Conference with Lazard team re asset purchase agreement mark-ups (.2); conference with Company re asset purchase agreement mark-ups (.5); correspond with D. Lewis, re non-disclosure agreements (.1); correspond with A. Azarloza re asset purchase agreements (.3).
05/31/23	Domenico Pietromonaco	0.70	Review and analyze potential antitrust issues.
05/31/23	Evangelia Podaras	0.70	Review, analyze transition services agreement issues list (.3); correspond with P. Liskanich, K&E team re same (.4).
05/31/23	Kyla Risko	0.50	Telephone conference with bidder re asset purchase agreement.
05/31/23	Kyla Risko	0.50	Telephone conference with D. Pietromonaco re intellectual property diligence requests.
05/31/23	Kyla Risko	0.50	Telephone conference with S. Toth, D. Lewis and M. Darch re asset purchase agreement received from bidder.
05/31/23	Kyla Risko	0.80	Telephone conference with B. Kovach re diligence requests.
05/31/23	Kyla Risko	3.00	Draft, revise transition services agreement.
05/31/23	Noah Z. Sosnick	0.50	Telephone conference with advisor group re sale process.
05/31/23	Josh Sussberg, P.C.	0.10	Correspond with B. Sandler and D. Hillman re bid deadline.
05/31/23	Steve Toth	6.80	Analyze revised asset purchase agreement draft (.5); correspond with K. Risko, K&E team re same (.5); telephone conference with Company, K. Risko, K&E team and Lazard team re asset purchase agreement submission (.5); correspond with D. Elizondo re same (.1); correspond with K. Risko, K&E team re same (.3); analyze transition services agreement issues list (.6); review, analyze bidder asset purchase agreement (2.0); analyze bidder asset purchase agreement (1.1); prepare summary of issues re same (.7); analyze transition services draft (.5).
05/31/23	Jessica M. Yeh	5.00	Review and revise APA (2.2); review, revise TSA issues list (.7); analyze tax consequences of proposed asset sale (2.1).

Legal Services for the Period Ending May 31, 2023

Invoice Number: 1050080203

Bed Bath and Beyond Inc.

Matter Number: 53510-10

Asset Sales/Section 363/Use, Sale & Disp

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Mary Catherine Young	0.60	Conference with Alix re executory contract schedule re notice of potentially assumed contracts and unexpired leases (.3); correspond with C Street team re bidding procedures timeline (.3).
<b>Total</b>		<b>462.80</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080204**

**Client Matter: 53510-11**

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**In the Matter of Executory Contracts & Unexpired Leases**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 607,839.00

Total legal services rendered

\$ 607,839.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	89.50	995.00	89,052.50
Jacob E. Black	21.50	885.00	19,027.50
Amy Donahue	1.00	480.00	480.00
Megan C. Feeney	70.50	735.00	51,817.50
Ross J. Fiedler	78.20	1,245.00	97,359.00
Julia R. Foster	1.80	480.00	864.00
Emily Geier, P.C.	37.30	1,495.00	55,763.50
John Thomas Goldman	2.00	1,745.00	3,490.00
Samantha Helgason	43.30	885.00	38,320.50
Noelle M. Howard	32.40	735.00	23,814.00
Derek I. Hunter	22.00	1,375.00	30,250.00
Zeina Kazour	0.90	1,405.00	1,264.50
Sarah R. Margolis	27.40	995.00	27,263.00
Jonathan Meek	0.20	735.00	147.00
Chris Pavlovich	71.40	995.00	71,043.00
Zak Piech	8.10	735.00	5,953.50
Jessica L. Pillai	5.00	1,425.00	7,125.00
Michael A. Sloman	55.60	885.00	49,206.00
Charles B. Sterrett	26.70	1,155.00	30,838.50
Baya Yantren	4.40	985.00	4,334.00
Jessica M. Yeh	0.20	1,395.00	279.00
Rachel Young	0.20	735.00	147.00
<b>TOTALS</b>	<b>599.60</b>		<b>\$ 607,839.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Olivia Acuna	2.70	Telephone conference with landlord counsel re rejection status (.2); revise lease summary (1.2); correspond with C. Pavlovich, K&E team re correspondence with landlords (.7); analyze precedent surrender notices (.6).
05/01/23	Megan C. Feeney	1.20	Correspond with O. Acuna, K&E team re lease rejection summary updates (.3); draft, revise same (.4); draft, revise lease rejection letters (.4); correspond with Kroll re store closing notices (.1).
05/01/23	Ross J. Fiedler	2.80	Correspond with O. Acuna, K&E team, Company and third parties re lease issues (1.5); telephone conferences with C. Pavlovich, K&E team, Company re same (.4); review, analyze lease sale motion (.5); correspond with C. Pavlovich, K&E team, creditor advisors re same (.4).
05/01/23	Emily Geier, P.C.	3.00	Correspond with interested lease bidders (1.7); correspond with landlords re lease treatment issues, rejection procedures and rejection order (1.3).
05/01/23	Noelle M. Howard	1.80	Review and analyze lease correspondences with various landlords (.6); update lease summary (.4); draft lease rejection agreement (.5); correspond with O. Acuna re same (.3).
05/01/23	Derek I. Hunter	0.60	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.4); review, analyze motion, side letters and stipulations re same (.2).
05/01/23	Chris Pavlovich	6.90	Telephone conference with R. Fiedler, M. Sloman, A&G re lease sale motion (.3); review, revise application to shorten time re same (.4); correspond with M. Sloman re same (.1); correspond with O. Acuna, R. Fiedler, K&E team, Cole Schotz, landlord counsels and A&G re lease rejection objections (2.1); research, analyze issues re same (2.7); review, revise lease rejection letters (1.3).
05/01/23	Michael A. Sloman	4.10	Revise lease sale procedures motion, order, exhibits (3.5); review, revise motion to shorten time for hearing re same (.6).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/23	Olivia Acuna	2.60	Revise lease inbound summary (1.1); correspond with C. Pavlovich, K&E team re same (.4); draft surrender letters (.4); revise same (.2); correspond with landlord counsel re lease status (.5).
05/02/23	Megan C. Feeney	0.30	Correspond with O. Acuna re lease rejection summary (.1); review, revise same (.2).
05/02/23	Ross J. Fiedler	3.80	Telephone conference with third party, E. Geier, K&E team re lease sales (.5); telephone conferences with C. Pavlovich, K&E team, creditor advisors re lease sale motion (.8); correspond with Company, O. Acuna, K&E team and landlord parties re lease issues (1.0); correspond with C. Pavlovich, K&E team re lease sales and lease issues (1.0); analyze lease rejection procedures order (.3); correspond with landlord counsel re same (.2).
05/02/23	Emily Geier, P.C.	2.90	Telephone conferences with interested lease bidders (.8); correspond with landlords re lease treatment issues, rejection procedures and rejection order (1.4); telephone conference with Company re contract treatment issues (.7).
05/02/23	Noelle M. Howard	0.80	Review, analyze lease correspondence with various landlords (.4); update lease summary (.4).
05/02/23	Derek I. Hunter	1.30	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.4); review, analyze motion, side letters and stipulations re same (.9).
05/02/23	Sarah R. Margolis	0.10	Review, analyze lease rejection procedures.
05/02/23	Chris Pavlovich	3.90	Telephone conference with R. Fiedler, M. Sloman, A&G re lease sale motion (.4); correspond with O. Acuna, R. Fiedler, K&E team, Cole Schotz, landlord counsels and A&G re lease rejection objections (.7); research, analyze issues re same (1.1); review, revise lease rejection letters (1.7).
05/02/23	Michael A. Sloman	2.50	Revise lease sale motion, order, exhibits (1.9); correspond with C. Pavlovich, K&E team, A&G team re same (.3); telephone conference with R. Fiedler, Company, K&E team, A&G team, lenders re lease sale timeline (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/03/23	Olivia Acuna	5.90	Revise lease summary (2.0); correspond with C. Pavlovich re landlord inbounds (.9); correspond with landlord counsel re lease status (.6); draft rejection letter (.5); revise lease rejection order (.9); correspond with R. Fiedler re same (.3); analyze precedent re same (.7).
05/03/23	Megan C. Feeney	2.40	Correspond with O. Acuna re lease rejection order (1.0); review, revise lease summary (.3); draft, revise lease rejection letters (.6); correspond with A&G, O. Acuna, K&E team (.5).
05/03/23	Ross J. Fiedler	4.70	Telephone conference with C. Pavlovich, K&E team, A&G and Alix re lease sale procedures (.5); telephone conference with C. Pavlovich, K&E team, A&G re lease rejection order (.4); correspond with Company advisors and Company re lease issues (1.5); analyze same, rejection order and rejection procedures order (1.0); telephone conferences with Company and Company advisors re same (1.0); correspond with Proskauer re lease auctions (.3).
05/03/23	Emily Geier, P.C.	4.20	Review and revise lease sale motion (1.3); correspond with C. Pavlovich, K&E team re same (1.7); telephone conference with A&G team re private lease sale (.4); telephone conferences with lease counterparty counsel (.8).
05/03/23	Noelle M. Howard	3.70	Conference with O. Acuna re lease workstream work in process (.3); correspond with C. Pavlovich re lease summary (.3); review, revise lease summary (.5); review, analyze lease correspondence (.6); correspond with various landlords and counsel re lease issues (.5); review, analyze landlord lease chart (1.5).
05/03/23	Derek I. Hunter	1.40	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.9); review, analyze motion, side letters and stipulations re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/03/23	Sarah R. Margolis	2.50	Telephone conference with O. Acuna re assumption rejection procedures motion (.3); correspond with R. Fiedler re same (.3); correspond with Kelley Drye team re same (.1); correspond with Company re same (.2); review, revise same (1.3); research precedent re same (.3).
05/03/23	Chris Pavlovich	9.50	Telephone conference with E. Geier, R. Fiedler, M. Sloman, A&G, Company re lease sale motion (.4); telephone conference with A&G re lease rejection (.1); telephone conference with R. Fiedler, O. Acuna, A&G team re lease rejection motion (.5); review, revise lease sale motion and exhibits (3.9); correspond with M. Sloman re same (.3); correspond and telephone conference with R. Fiedler, O. Acuna, K&E team, A&G, landlord counsels re lease rejection schedule and objections (1.9); review, revise lease rejection summary re same (.7); research, analyze issues re same (1.7).
05/03/23	Zak Piech	0.60	Revise lease summary memorandum re case updates (.5); correspond with C. Pavlovich re same (.1).
05/03/23	Michael A. Sloman	4.10	Telephone conference with C. Pavlovich, K&E team, A&G re lease sale procedures (.4); review, revise lease sale procedures motion (2.7); correspond with R. Fiedler, K&E team, A&G, Company re same (.6); prepare same for filing (.2); draft lease rejection notice (.2).
05/04/23	Olivia Acuna	5.10	Correspond with Company re key returns (.5); telephone conference with C. Pavlovich re revised rejection order (.3); correspond with M. Feeney, R. Fiedler re same (.3); telephone conference with M. Feeney re same (.2); correspond with A&G team, R. Fiedler re lease status (.4); correspond with landlord counsel re same (.5); revise lease rejection summary (1.4); revise lease rejection order (.6); revise lease rejection schedule (.7); correspond with C. Pavlovich re same (.2).

Legal Services for the Period Ending May 31, 2023

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Invoice Number: 1050080204

Bed Bath and Beyond Inc.

Matter Number: 53510-11

Executory Contracts &amp; Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Megan C. Feeney	1.70	Correspond and conference with O. Acuna, K&E team re lease rejection objections (.4); draft, revise summary re same (.3); draft, revise lease rejection schedule, order (.4); draft, revise lease rejection letters (.6).
05/04/23	Megan C. Feeney	0.80	Correspond with C. Pavlovich, K&E team re letters of termination (.2); draft same (.4); correspond with landlords, O. Acuna, K&E team re amended lease rejection order (.2).
05/04/23	Ross J. Fiedler	5.00	Correspond with Company advisors and Company re lease issues (1.8); analyze same, rejection order and rejection procedures order (1.2); telephone conferences with Company and Company advisors re same (1.0); correspond with landlord lawyers re lease issues (.5); telephone conferences with landlord lawyers re same (.5).
05/04/23	Noelle M. Howard	0.90	Draft lease rejection letter (.3); review, revise lease summary (.3); review, analyze lease correspondence (.3).
05/04/23	Derek I. Hunter	0.70	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.2); review, analyze motion, side letters and stipulations re same (.5).
05/04/23	Sarah R. Margolis	4.50	Review, revise assumption rejection procedures motion (2.7); research precedent re notice, objection periods re same (1.3); correspond with R. Fiedler re same (.5).
05/04/23	Chris Pavlovich	2.50	Correspond with R. Fiedler, O. Acuna, K&E team, A&G, landlord counsel re rejection schedule (.5); draft, revise rejection letters (.7); review, revise same (.6); telephone conference with R. Fielder, Cole Schotz, Company re lease rejections (.4); telephone conference with R. Fiedler, O. Acuna re lease rejection (.3).
05/04/23	Zak Piech	1.30	Analyze lease rejection issues re key return (.4); revise summary of same (.4); draft lease rejection letter (.5).
05/04/23	Michael A. Sloman	2.00	Draft motion to compel performance under executory contract (1.0); revise same (.8); telephone conference with R. Fiedler, N. Sosnick re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Olivia Acuna	6.60	Correspond with landlord counsel re lease issues (.4); draft letters confirming lease surrender (1.1); revise lease rejection motion (.5); telephone conference with S. Margolis re assumption and rejection procedures (.3); telephone conference with C. Pavlovich re correspondence with landlord counsel (.4); research re lease rejection issues (1.2); revise lease rejection order (.9); revise store closing order (1.1); correspond with M. Feeney, K&E team re same (.7).
05/05/23	Jacob E. Black	5.90	Correspond with R. Fiedler and K&E team re Taft lease rejection (.8); draft motion re same (3.2); analyze, evaluate pleadings re same (1.9).
05/05/23	Megan C. Feeney	0.70	Correspond with O. Acuna, K&E team re amended lease rejection order (.3); draft, revise re same (.4).
05/05/23	Ross J. Fiedler	6.00	Correspond with Company advisors and Company re lease issues (2.1); analyze same, rejection order, and rejection procedures order (.9); telephone conferences with Company and Company advisors re same (1.0); correspond with landlord lawyers re lease issues (1.0); telephone conferences with landlord counsel re same (1.0).
05/05/23	Emily Geier, P.C.	2.40	Review and revise amended rejection procedures order (.5); correspond with R. Fiedler, K&E team re same (.2); correspond with R. Fiedler, K&E team and landlords re lease matters (1.7).
05/05/23	Noelle M. Howard	1.20	Draft lease rejection letter (.3); review, revise lease summary (.3); review, analyze lease correspondence (.3); correspond with O. Acuna re same (.3).
05/05/23	Derek I. Hunter	0.70	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.5); review, analyze motion, side letters and stipulations re same (.2).
05/05/23	Sarah R. Margolis	1.90	Review, revise assumption procedures motion (1.7); correspond with R. Fiedler re same (.2).

Legal Services for the Period Ending May 31, 2023

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Bed Bath and Beyond Inc.

Invoice Number:

1050080204

Matter Number:

53510-11

Executory Contracts &amp; Unexpired Leases

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Chris Pavlovich	3.50	Review, revise lease sale motion and exhibits (1.4); correspond with M. Sloman re same (.2); correspond with R. Fiedler, O. Acuna, K&E team, A&G, landlord counsels re lease rejection schedule and objections (.9); review, revise lease rejection summary re same (.4); research, analyze issues re same (.6).
05/05/23	Michael A. Sloman	1.10	Review, analyze landlord comments to lease sale procedures motion (.7); draft proposed responses re same (.4).
05/06/23	Olivia Acuna	0.20	Revise lease summary.
05/06/23	Ross J. Fiedler	3.40	Telephone conferences with multiple landlords re lease rejections, related issues (1.0); review press release re lease sale procedures (.3); review, analyze comments to lease sale procedures (.5); correspond with landlord lawyers re same (.3); review, analyze research re 365(h) (.5); correspond with Cole Schotz re same (.1); correspond with Company re lease issues (.5); correspond with World Market re same (.2).
05/06/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/07/23	Olivia Acuna	0.40	Revise lease summary.
05/07/23	Noelle M. Howard	0.70	Review, revise lease summary (.5); correspond with various landlords re lease issues (.2).
05/07/23	Derek I. Hunter	0.30	Correspond with C. Sterrett, K&E team re lease analysis and rejections.
05/08/23	Olivia Acuna	4.10	Analyze precedent store closing orders re proposed language (.5); correspond with M. Feeney, R. Fiedler re same (.6); revise store closing motion (1.6); correspond with M. Feeney re same (.3); revise lease summary (1.1).
05/08/23	Jacob E. Black	3.40	Draft, revise Taft lease termination agreement (2.8); correspond with Cole Schotz re same (.4); correspond with N. Howard re same (.2).
05/08/23	Megan C. Feeney	2.60	Correspond with O. Acuna, K&E team re store closing amended order (.6); review, revise re same (.9); review, revise lease objection summary (.8); correspond with O. Acuna, K&E team re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Ross J. Fiedler	4.60	Telephone conference with C. Pavlovich, K&E team and Company re lease rejection matters (.5); telephone conference with landlord counsel re Jurupa Valley (.5); telephone conference with landlord counsel re lease rejection order (.3); correspond with various landlord lawyers, C. Pavlovich, K&E team, Alix team and Company re lease rejection matters, other lease issues (1.8); correspond with Company re rent payments, related lease rejection issues (.3); review turnover letter (.3); correspond with M. Sloman, A&G, landlord lawyers re lease sale procedures (.5); correspond with Company re Cost Plus World Market leases (.2); review, analyze issues re same (.2).
05/08/23	Emily Geier, P.C.	3.10	Correspond with R. Fiedler, K&E team, lease parties re lease treatment issues, sale and rejection procedures, and rejection order.
05/08/23	Samantha Helgason	1.30	Research, analyze precedent re assumption and assignment pleadings (1.1); draft correspondence to C. Sterrett re same (.2).
05/08/23	Noelle M. Howard	0.70	Correspond with various landlord counsel re lease issues (.3); revise lease summary (.3); correspond with J. Black re lease rejection motion (.1).
05/08/23	Derek I. Hunter	1.20	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.4); review, analyze motion, side letters and stipulations re same (.8).
05/08/23	Chris Pavlovich	4.40	Telephone conference with M. Sloman re lease sale motion review (1.0); telephone conference with R. Fiedler re lease sale property (.1); review, revise lease rejection letters (.9); correspond with R. Fiedler, O. Acuna, K&E team, Company, A&G and landlords re lease rejection motion (1.1); research, analyze issues re same (1.3).
05/08/23	Zak Piech	0.40	Analyze landlord lease inquiry (.2); correspond with C. Pavlovich re same (.2).
05/08/23	Michael A. Sloman	1.70	Review, revise lease sale procedures and proposed order (.8); telephone conference with C. Pavlovich re same, related considerations (.9).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Charles B. Sterrett	1.30	Review, analyze lease assumption and assignment precedent, materials (.8); correspond with S. Helgason, K&E team re same (.5).
05/09/23	Olivia Acuna	3.10	Telephone conference with M. Feeney re lease treatment (.3); telephone conference with M. Feeney re analysis of proposed lease rejection language (.2); telephone conference with landlord counsel re lease rejection objection (.4); analyze objection to lease rejection motion (.5); correspond with Company re rent payments (.6); telephone conference with M. Feeney re objection to store closing motion (.4); research re lease rejections in precedent cases (.7).
05/09/23	Jacob E. Black	2.40	Draft, revise Taft lease termination agreement (1.8); correspond with Cole Schotz, N. Howard, K&E teams re same (.4); correspond with N. Howard re same (.2).
05/09/23	Amy Donahue	1.00	Prepare draft of motion to assume and assign leases.
05/09/23	Megan C. Feeney	6.50	Correspond with O. Acuna re lease objection summary (.2); review, revise lease rejection schedule, order (.6); correspond with company, Hilco re same (.2); research re Christmas Tree Shops leases (1.8); draft, revise summary re same (.3); research re lease related tax lien objections (.8); draft, revise summary re same (.7); research re abandonment objection (1.7); draft, revise summary re same (.2).
05/09/23	Ross J. Fiedler	3.90	Telephone conferences with D. Hunter, K&E team, Alix, Company and landlord lawyers re lease rejection, sale procedures, related issues (1.5); correspond with D. Hunter, K&E team, Company and landlord lawyers re same (1.5); telephone conference with World Market re assumption and assignment (.5); review, analyze issues re Christmas Tree Shops bankruptcy and lease implications (.4).
05/09/23	Emily Geier, P.C.	2.10	Telephone conferences with interested lease bidders (.8); correspond with landlords re lease treatment issues, rejection procedures, and rejection order (.8); telephone conference with landlord re rejection issue (.5).

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05/09/23	Samantha Helgason	1.50	Review, analyze correspondence re World Market leases (.8); telephone conference with Goodwin, C. Sterrett re same (.7).
05/09/23	Noelle M. Howard	2.90	Correspond with landlord counsel re lease issues (.2); revise lease termination motion (2.2); telephone conference with J. Black re same (.3); update lease summary (.2).
05/09/23	Derek I. Hunter	1.50	Conference with landlord counsel re inquiries and lease rejection, assumption issues (1.0); review, analyze motion, side letters, and stipulations re same (.5).
05/09/23	Chris Pavlovich	1.70	Review, revise lease rejection letters (.5); correspond with R. Fiedler, O. Acuna, K&E team, Company, A&G and landlords re lease rejection motion (.7); research, analyze issues re same (.5).
05/09/23	Michael A. Sloman	2.20	Review, revise lease sale procedures and proposed order.
05/09/23	Charles B. Sterrett	2.70	Review, analyze issues re lease rejection, assumption, assignment (1.6); telephone conference with lease counterparties, S. Helgason, O. Acuna re same (.7); correspond with S. Helgason re same (.4).
05/10/23	Olivia Acuna	7.20	Telephone conference with Company, Cole Schotz, C. Sterrett re lease coordination (.4); analyze objections to lease rejection motion (1.6); correspond with landlords re same (1.3); revise lease rejection summary (2.3); revise lease rejection schedule (1.0); analyze precedent lease rejection orders (.6).
05/10/23	Jacob E. Black	2.00	Draft, analyze Taft lease termination motion (.4); correspond with N. Howard re same (.3); telephone conferences with N. Howard re same (.5); correspond with Cole Schotz team re same (.8).
05/10/23	Megan C. Feeney	6.00	Correspond with O. Acuna re lease rejection objection strategy (2.4); telephone conferences with A&G, Hilco, O. Acuna, K&E team, Company, Cole Schotz, landlord counsel re same (.9); draft, revise objection summary (1.7); draft revise lease rejection schedule, order (.8); correspond with Company re landlord addresses (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/23	Ross J. Fiedler	3.70	Telephone conferences with E. Geier, K&E team, Alix, Company and landlord lawyers re lease rejection, sale procedures, related issues (1.5); correspond with O. Acuna, K&E team, Company and landlord lawyers re same (1.5); telephone conference with Company re Christmas Tree Shops and Cost Plus World Market (.5); analyze issues re same (.2).
05/10/23	Julia R. Foster	0.30	Review and revise lease sale exhibits.
05/10/23	Emily Geier, P.C.	3.40	Correspond with R. Fiedler, K&E team re lease sales, rejections and debtor-subtenant issues (1.7); research re same (.8); telephone conference with A&G team re lease sale issue (.4); telephone conference with lease counterparty counsel (.5).
05/10/23	Samantha Helgason	0.50	Correspond with J. Foster re assumption and assignment memorandum (.2); review same (.3).
05/10/23	Noelle M. Howard	4.50	Correspond with landlord counsel re lease issues (.4); draft lease rejection letters (.6); update lease summary (.3); revise lease termination motion (2.7); telephone conference with J. Black re same (.3); correspond with J. Black re same (.2).
05/10/23	Derek I. Hunter	1.50	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.6); review, analyze motion, side letters and stipulations re same (.9).
05/10/23	Sarah R. Margolis	0.50	Correspond with Kroll team re landlord counsel requests (.3); correspond with O. Acuna re lease issues (.2).
05/10/23	Chris Pavlovich	6.50	Telephone conference with C. Sterrett, O. Acuna, Cole Schotz and Company re lease rejections (.5); review, revise lease rejection letters (.9); correspond with R. Fiedler, O. Acuna, K&E team, Company, A&G and landlords re lease rejection motion (.7); research, analyze re same (.7); review, revise lease sale order (1.9); research, analyze re same (1.8).
05/10/23	Michael A. Sloman	0.60	Revise lease sale procedures and proposed order.

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05/10/23	Charles B. Sterrett	2.80	Review, analyze objections re lease-related orders (1.9); telephone conference with R. Fiedler, K&E team re same (.9).
05/11/23	Olivia Acuna	5.60	Telephone conference with Company, Cole Schotz, C. Sterrett re lease coordination (.4); analyze objections to lease rejection motion (.4); correspond with landlord counsel re same (.5); revise lease rejection summary (2.2); correspond with C. Pavlovich, K&E team re landlord inbounds (1.5); correspond with Company re same (.6).
05/11/23	Jacob E. Black	1.40	Telephone conferences with N. Howard re Taft lease termination motion (.3); correspond with N. Howard re same (.3); correspond with Cole Schotz re same (.2); draft motion to expedite re same (.4); review, revise same (.2).
05/11/23	Megan C. Feeney	2.40	Correspond with O. Acuna, K&E team, landlord counsel re lease rejection strategy (.3); correspond with D. Hunter, K&E team re lease rejection objection status (.5); draft, revise summary re same (1.1); draft, revise lease rejection schedule (.2); research re store location payment history (.3).
05/11/23	Ross J. Fiedler	3.70	Telephone conference with Ikea re lease rejection (.5); telephone conference with Macy's re lease sales (.5); correspond with O. Acuna, K&E team, Company and landlord lawyers re lease issues (1.0); telephone conferences with Company, C. Pavlovich, K&E team and landlord lawyers re same (1.0); review, analyze formal and informal lease objections (.7).
05/11/23	Julia R. Foster	0.30	Review and revise section 363 lease termination motion.
05/11/23	Samantha Helgason	0.50	Draft assumption and assignment motion (.3); correspond with A&G, World Market re leases (.2).
05/11/23	Noelle M. Howard	2.20	Conference with O. Acuna, K&E lease team re lease rejections (.5); telephone conference with J. Black re lease termination motion (.3); correspond with Cole Schotz re same (.3); revise lease rejection motion (1.1).

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05/11/23	Derek I. Hunter	1.10	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.4); review, analyze motion, side letters and stipulations re same (.7).
05/11/23	Sarah R. Margolis	0.10	Correspond with Kroll team re lease notice.
05/11/23	Chris Pavlovich	3.70	Telephone conference with R. Fiedler, O. Acuna, K&E team, landlord counsel re lease rejection objection (.3); telephone conference with D. Hunter, R. Fiedler, C. Sterrett and K&E team re lease rejection objections (.7); telephone conference with O. Acuna re same (.5); correspond with R. Fiedler, O. Acuna, M. Sloman, K&E team re lease sale and rejection objections (.9); research, analyze re same (1.3).
05/11/23	Zak Piech	0.50	Conference with C. Pavlovich, K&E team re outstanding lease issues.
05/11/23	Michael A. Sloman	4.60	Review, revise lease sale procedures and proposed order (3.9); telephone conference with O. Acuna, K&E team re lease workstreams (.5); review leases re contracting debtor (.2).
05/11/23	Charles B. Sterrett	2.30	Review, analyze issues re lease and contract rejection (1.8); telephone conference with Company, O. Acuna, K&E team re same (.5).
05/12/23	Olivia Acuna	1.80	Revise lease rejection schedule (.6); correspond with landlord counsel re lease status (.7); revise lease summary (.5).
05/12/23	Megan C. Feeney	5.10	Correspond with O. Acuna, K&E team re lease rejection order strategy, store closing objection strategy (1.7); draft, revise lease rejection order, notice, schedule (1.1); correspond with Maricopa County Treasurer, Texas Taxing Authority, Hilco, Proskauer, DPW re amended lease rejection and store closing orders (.9); research re Christmas Tree Shop leases (.7); research re lease related tax lien objections (.7).
05/12/23	Ross J. Fiedler	3.50	Telephone conferences with C. Pavlovich, K&E team, Alix, Company and landlord lawyers re lease rejection, sale procedures, related issues (1.5); correspond with O. Acuna, K&E team, Company and landlord lawyers re same (2.0).

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05/12/23	Emily Geier, P.C.	1.60	Correspond with R. Fiedler, K&E team and landlords re lease matters.
05/12/23	Samantha Helgason	2.00	Correspond with Company, World Market re May rent obligations (1.1); review, analyze World Market lease obligations, locations (.9).
05/12/23	Noelle M. Howard	0.30	Correspond with various landlord counsel re lease issues.
05/12/23	Derek I. Hunter	1.40	Correspond with landlord counsel re inquiries and lease rejection, assumption issues (.6); review, analyze motion, side letters and stipulations re same (.8).
05/12/23	Sarah R. Margolis	3.00	Review, revise rejection procedures motion (1.8); correspond with R. Fiedler re same (.2); review, revise rejection procedures order (.6); correspond with M. Sloman, C. Sterrett, R. Fiedler, counsel to UCC re same (.2); draft notice re same (.2).
05/12/23	Chris Pavlovich	2.70	Telephone conference with D. Hunter, R. Fiedler, M. Sloman and Alix re lease sale motion (.5); telephone conference with M. Sloman re same (.5); review, revise lease sale order (1.2); research, analyze re same (.5).
05/12/23	Michael A. Sloman	3.40	Revise lease sale procedures and proposed order (2.6); telephone conference with R. Fiedler, K&E team, A&G, Company re same (.4); telephone conference with O. Acuna, K&E team re landlord inbounds, lease workstreams (.4).
05/12/23	Charles B. Sterrett	1.10	Review, analyze lease, contract considerations (.8); correspond with O. Acuna re same (.3).
05/13/23	Olivia Acuna	0.80	Revise lease rejection order.
05/13/23	Megan C. Feeney	1.40	Correspond with O. Acuna re store closing objection (.2); draft, revise store closing order re UCC objections (.9); correspond with Hilco counsel re same (.2); review, revise comments re same (.1).
05/13/23	Ross J. Fiedler	1.20	Correspond with C. Pavlovich, K&E team, advisors re lease issues, lease sale procedures (.6); analyze same (.2); review purchase agreement (.2); review lease entity list (.2).

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05/13/23	Derek I. Hunter	0.40	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/13/23	Sarah R. Margolis	0.90	Review, revise rejection procedures order (.8); correspond with R. Fiedler re same (.1).
05/13/23	Chris Pavlovich	1.00	Revise, analyze lease sale order (.8); correspond with M. Sloman re same (.2).
05/13/23	Michael A. Sloman	1.10	Revise lease sale procedures and proposed order.
05/14/23	Olivia Acuna	2.30	Telephone conference with landlord counsel (.3); telephone conference with UCC re rejection motion (.2); revise lease rejection order (.6); analyze precedent re same (.7); revise lease inbounds summary (.5).
05/14/23	Megan C. Feeney	1.20	Correspond with O. Acuna re store closing objections (.2); research re same (.8); review, analyze Texas Taxing Authority objection and correspondence re same (.2).
05/14/23	Ross J. Fiedler	1.00	Correspond with Company advisors, UCC advisors and landlord lawyers re lease sale procedures, lease issues.
05/14/23	Derek I. Hunter	0.60	Review, analyze lease motion, side letters, and stipulations (.4); correspond with R. Fiedler, K&E team re same (.2).
05/14/23	Chris Pavlovich	0.50	Correspond with M. Sloman re lease sale motion (.2); review, analyze re same (.3).
05/15/23	Olivia Acuna	3.70	Telephone conference with Cole Schotz team, R. Fiedler, M. Feeney, counsel to sublessee re lease status (.5); telephone conference with R. Fiedler re assumption and assignment of leases (.2); correspond with R. Fiedler, K&E team re responses to landlord inbounds (.7); analyze comments to lease rejection order (1.0); revise lease inbound summary (.6); correspond with landlord counsel re treatment of lease (.7).
05/15/23	Megan C. Feeney	2.50	Correspond with O. Acuna re lease rejection order (.2); correspond with N. Sosnick, K&E team, Proskauer, Hilco, DPW re objections to store closing order (.5); correspond with Greenberg Traurig re Christmas Tree Shops lease strategy (.3); draft, revise notice of revised order,, schedule (1.3); correspond with C. Pavlovich, Company re lease rejection schedule (.2).

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05/15/23	Ross J. Fiedler	4.20	Telephone conference with Company, Cole Schotz, A&G and JLL re bid and auction strategy (.5); telephone conference with O. Acuna, K&E team and Christmas Tree Shops re Christmas Tree Shops subleases and over-leases (.5); prepare for same (.2); analyze issues re same (.2); telephone conference with CMR re limited objection to store closing order (.5); correspond with W. Usatine re lease settlement (.2); correspond with S. Fleischer, O. Acuna, K&E team re lease sale procedures, related issues (.4); correspond with O. Acuna, K&E team re lease issues, next steps (.7); correspond with I. Gold re same (.2); review revised lease rejection order (.3); correspond with O. Acuna, K&E team re same (.2); correspond with E. Amendola, K&E team re Burlington assignment (.3).
05/15/23	Emily Geier, P.C.	2.50	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues.
05/15/23	Samantha Helgason	4.00	Draft assumption and assignment motion (3.4); correspond with C. Sterrett re same (.2); correspond with Alix team re same (.4).
05/15/23	Noelle M. Howard	0.50	Review, revise lease summary (.3); correspond with various counsel re lease issues (.2).
05/15/23	Derek I. Hunter	0.50	Correspond with landlord counsel re CMR limited objection, side letters (.2); review, analyze motion, side letters and stipulations re same (.3).
05/15/23	Sarah R. Margolis	0.60	Review, revise lease rejection procedures motion (.3); correspond with C. Sterrett, R. Fiedler re same (.2); correspond with Cole Schotz re same (.1).
05/15/23	Chris Pavlovich	2.40	Review, analyze lease sale objections (.7); correspond with D. Hunter, R. Fiedler, M. Sloman and objection parties re same (.9); telephone conference with landlord parties re rejected and marketed leases (.8).
05/15/23	Michael A. Sloman	1.50	Review, revise lease sale procedures and revised order (1.1); analyze timeline considerations re same (.3); telephone conference with Vedder Price re lease sale procedures (.1).

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05/15/23	Charles B. Sterrett	1.90	Review, analyze lease, contract issues and considerations (1.1); correspond with O. Acuna, K&E team, Cole Schotz, Hilco re same (.8).
05/16/23	Olivia Acuna	4.50	Correspond with Company re key returns (.4); correspond with Cole Schotz team re lease inbounds (.3); draft lease surrender letters (.8); correspond with N. Howard re same (.1); telephone conference with landlord counsel re lease status (.5); correspond with landlord counsel re same (.8); revise lease inbounds summary (1.1); analyze proposed lease treatment provided by landlord counsel (.5).
05/16/23	Jacob E. Black	0.10	Telephone conference with R. Fiedler re lease assumption motion.
05/16/23	Megan C. Feeney	2.50	Correspond with D. Hunter, K&E team re lease objection strategy (.6); correspond with Proskauer re amended lease rejection order (.1); draft, revise amended lease rejection order (.3); draft, revise letter termination letters (.6); review, revise objection summary (.6); correspond with O. Acuna re same (.3).
05/16/23	Ross J. Fiedler	4.10	Telephone conference with D. Hunter, K&E team re lease issues update (.4); telephone conference with M. Volin, C. Dale re lease rejection order (.8); correspond with M. Violin, C. Dale re same (.3); correspond with M. Feeney, K&E team, Proskauer re lease sale procedures order (.5); review, revise same (.3) correspond with O. Acuna, K&E team re lease issues, next steps (1.0); telephone conferences with O. Acuna, K&E team re same (.5); telephone conference with H. Murphy re Christmas Tree Shops leases (.3).
05/16/23	Emily Geier, P.C.	2.40	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues.
05/16/23	John Thomas Goldman	2.00	Correspond with R. Fiedler, K&E team re status and next steps (1.0); correspond and review staffing and next steps with J. Pillai (1.0).
05/16/23	Samantha Helgason	0.20	Correspond with Alix re lease agreements.
05/16/23	Noelle M. Howard	0.80	Draft rejection letters (.5); conference with O. Acuna re lease rejection motion (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/23	Derek I. Hunter	1.30	Conference with landlord counsel re inquiries and lease rejection, assumption issues (.8); review, analyze motion, side letters and stipulations re same (.5).
05/16/23	Zeina Kazour	0.50	Review, analyze and respond to correspondence from J. Goldman re transfers of real property.
05/16/23	Jonathan Meek	0.20	Correspond with R. Fiedler re lease assignments.
05/16/23	Chris Pavlovich	0.70	Telephone conference with R. Fiedler, O. Acuna, K&E team re lease rejection status (.4); correspond with landlord parties re same (.3).
05/16/23	Michael A. Sloman	2.20	Revise lease sale procedures and order (.8); correspond with C. Pavlovich, K&E team, other parties re same (.4); telephone conference with O. Acuna, K&E team re lease sale work streams (.6); draft Burlington assumption, assignment motion (.4).
05/16/23	Charles B. Sterrett	1.60	Review, analyze lease issues, prospective assignment (1.4); correspond with S. Helgason, K&E team, Alix re same (.2).
05/17/23	Olivia Acuna	3.90	Correspond with Company re key returns (.4); correspond with Cole Schotz team re lease inbounds (.3); draft surrender letters (1.3); correspond with N. Howard re same (.1); telephone conference with landlord counsel re lease status (.2); correspond with landlord counsel re same (.2); telephone conference with Company re lease related payments (.3); correspond with Company, C. Sterrett, R. Fiedler re same (.2); analyze comments to lease rejection order (.3); revise lease summary (.6).
05/17/23	Megan C. Feeney	1.30	Correspond with O. Acuna, K&E team, Proskauer re lease rejection objections (.4); draft, revise summary re same (.6); correspond with S. Margolis re assumption procedures (.1); research re store closing procedures (.2).

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05/17/23	Ross J. Fiedler	2.90	Telephone conference with Company, Cole Schotz, JLL and A&G re bid auction and strategy (.5); telephone conference with C. Pavlovich, K&E team re lease issues update (.5); correspond with landlord lawyer, H. Etlin re lease issue (.5); analyze same (.2); correspond with W. Usatine, D. Bass re lease issues, next steps (.3); correspond with O. Acuna, K&E team re Christmas Tree Shops leases (.2); correspond with O. Acuna, K&E team, landlord lawyers re lease matters (.3); correspond with advisors re lease rejection order, lease sale procedures order (.4).
05/17/23	Emily Geier, P.C.	2.10	Correspond with R. Fiedler, K&E team re lease sales, rejections and debtor-subtenant issues (1.7); research re same (.4).
05/17/23	Samantha Helgason	7.20	Draft assumption and assignment motion (3.9); conference with O. Acuna re lease rejection locations (.4); further draft assumption and assignment motion (2.9).
05/17/23	Noelle M. Howard	0.40	Conference with O. Acuna re lease rejections (.2); update lease summary (.2).
05/17/23	Derek I. Hunter	0.30	Correspond with O. Acuna, K&E team re lease analysis and rejections.
05/17/23	Zeina Kazour	0.20	Review and analyze correspondence re draft PSA.
05/17/23	Sarah R. Margolis	1.40	Review, analyze contract rejection procedures (.3); draft timeline re same (.2); correspond with Alix team re same (.2); correspond with M. Feeney, S. Helgason re notice, order (.2); correspond with Company re lease rejection issues (.2); correspond with R. Fiedler, O. Acuna re same (.3).
05/17/23	Chris Pavlovich	3.20	Telephone conference with R. Fiedler, Company, A&G re lease sales and open items (.5); correspond with R. Fiedler, M. Sloman, landlord parties re lease rejection and lease sale motions (.9); review, analyze objections re same (1.8).
05/17/23	Zak Piech	0.50	Draft lease rejection letter (.4); correspond with C. Pavlovich re same (.1).
05/17/23	Michael A. Sloman	3.10	Draft Burlington lease assignment motion (1.7); revise lease sale procedures order and motion (1.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Charles B. Sterrett	1.90	Review, revise motion re assumption, assignment (.9); research, analyze issues re same (1.0).
05/18/23	Olivia Acuna	1.90	Revise assumption and assignment motion (.7); correspond with N. Howard, Cole Schotz team re termination motion (.3); revise same (.9).
05/18/23	Megan C. Feeney	3.60	Correspond with O. Acuna, Company advisors re store closing communications (.3); research re same (.6); correspond with Company advisors re updates to landlord contact information (.2); review, revise lease objection summary (.3); research re lease related tax lien objections (1.7); correspond with O. Acuna re same (.1); draft, revise order re same (.1); review, analyze assumption procedures order (.1); review, revise timeline summary re same (.2).
05/18/23	Ross J. Fiedler	1.00	Correspond with landlord lawyers, C. Pavlovich, K&E team, creditor advisors re lease sale procedures order (.8); review, revise same (.2).
05/18/23	Samantha Helgason	2.00	Review, revise assumption and assignment motion (.5); correspond with C. Sterrett re same (.4); correspond with R. Fiedler, D. Hunter re same (.2); conference with O. Acuna re World Market store locations (.6); correspond with World Market re same (.3).
05/18/23	Noelle M. Howard	1.00	Draft lease settlement motion (.8); correspond with O. Acuna re same (.2).
05/18/23	Derek I. Hunter	0.50	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/18/23	Zeina Kazour	0.20	Review and analyze correspondence from landlords re purchase and sale agreement.
05/18/23	Sarah R. Margolis	0.30	Correspond with Company re lease rejection motion (.1); correspond with landlord counsel re same (.2).
05/18/23	Chris Pavlovich	3.70	Correspond with R. Fiedler, M. Sloman, landlord parties re lease rejection and lease sale motions (.7); review, analyze objections re same (2.1); research re same (.9).

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05/18/23	Jessica L. Pillai	5.00	Correspond with R. Fiedler, K&E team re lease sales (.5); review, analyze form purchase agreement re same (.7); revise form purchase agreement re same (3.8).
05/18/23	Michael A. Sloman	5.90	Draft, revise motion to assume Burlington leases (2.4); review, revise lease sale procedures, order (2.8); correspond with R. Fiedler, C. Pavlovich, landlords re same (.7).
05/18/23	Charles B. Sterrett	1.60	Review, analyze lease and contract issues re assumption, rejection (.9); review, revise motion re same (.7).
05/19/23	Olivia Acuna	5.60	Revise lease summary (2.4); correspond with M. Feeney re same (.6); correspond with Company, R. Fiedler, K&E team re landlord inquiries (1.6); revise assumption motion (1.0).
05/19/23	Megan C. Feeney	4.60	Correspond with O. Acuna, K&E team re lease issues status (.7); draft, revise summary re same (.7); correspond with O. Acuna, K&E team, landlord counsel re abandonment issue (.4); correspond with Proskauer, K&E team re lease objection resolution (.2); draft, revise order re same (.4); correspond with S. Helgason re rejection procedures (.2); draft, revise notice, order re same (.9); draft, revise timeline chart re rejection procedures (.8); research precedent re rejection procedures (.3).
05/19/23	Ross J. Fiedler	1.70	Telephone conference with Company, Cole Schotz, A&G and JLL re bid and auction strategy (.5); telephone conference with C. Pavlovich, K&E team re outstanding lease issues (.4); correspond with O. Acuna, K&E team, Company, landlord lawyers, A&G re outstanding lease issues, next steps (.5); correspond with landlord lawyer re lease sale procedures (.2); telephone conference with landlord lawyer re same (.1).
05/19/23	Samantha Helgason	2.20	Conference with C. Sterrett, Goodwin Procter re assumption and assignment motion (.5); correspond with Alix, Company re same (.4); review, revise lease rejection notice, order (.4); revise timeline of notice dates (.5); correspond with M. Feeney re same (.4).

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Bed Bath and Beyond Inc.

Invoice Number:

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Executory Contracts &amp; Unexpired Leases

Matter Number:

53510-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/23	Noelle M. Howard	4.30	Conference with O. Acuna, K&E lease team re lease rejections, assumptions and sales (.5); telephone conference with Cole Schotz re lease settlement motion (.3); telephone conference with O. Acuna re same (.3); draft, revise same (3.2).
05/19/23	Chris Pavlovich	1.80	Telephone conference with R. Fiedler, O. Acuna, K&E team re lease rejections status (.5); telephone conference with landlord counsel re lease rejection objections (.5); prepare re same (.4); review, analyze re same (.4).
05/19/23	Zak Piech	2.10	Review, revise sale purchase agreement re Company leases (1.1); correspond with R. Fiedler, K&E team, A&G team re same (.5); conference with C. Sterrett, K&E team re lease work stream (.5).
05/19/23	Michael A. Sloman	1.40	Revise Burlington lease assumption motion (.2); update lease outreach summary (.3); revise lease sale order, procedures, exhibits (.3); prepare same for filing (.1); telephone conference with O. Acuna, K&E re lease sale work stream (.5).
05/19/23	Charles B. Sterrett	1.10	Review, analyze lease, contract issues (.6); telephone conference with Goodwin, S. Helgason re same (.5).
05/20/23	Megan C. Feeney	0.60	Research litigation re rejected lease (.4); research re sublease landlord issue (.2).
05/20/23	Ross J. Fiedler	0.60	Correspond with D. Hunter, K&E team re lease sale procedures order (.4); correspond with creditor lawyers re assumption and assignment deadlines (.2).
05/20/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/20/23	Chris Pavlovich	0.50	Correspond with landlord counsel re lease sale motion (.2); analyze re same (.3).
05/20/23	Michael A. Sloman	0.10	Prepare revised lease sale procedures order for filing.
05/20/23	Baya Yantren	0.70	Review, revise chart re document review.
05/21/23	Olivia Acuna	0.40	Revise lease termination motion.
05/21/23	Megan C. Feeney	0.30	Correspond with O. Acuna, K&E team re store closing objections (.2); review, revise language for order re same (.1).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/23	Samantha Helgason	0.10	Correspond with Company, Alix re World Market cures.
05/21/23	Zak Piech	0.60	Correspond with J. Pillai, K&E team re lease sale purchase agreement (.4); correspond with C. Pavlovich re same (.2).
05/21/23	Baya Yantren	1.00	Draft, revise Perkins memo summaries (.5); research re comparison chart (.3); correspond with D. Hunter, K&E team potential search terms (.2).
05/22/23	Olivia Acuna	4.40	Telephone conference with S. Helgason re Cost Plus leases (.3); correspond with S. Helgason, C. Sterrett re same (.2); telephone conference with M. Feeney re subleases (.4); analyze motion to terminate lease (.7); analyze motion to assume and assign (.4); revise re same (.4); revise lease summary (1.7); correspond with Company re same (.3).
05/22/23	Megan C. Feeney	4.40	Correspond with C. Pavlovich, O. Acuna re litigation re rejected lease (.1); research re same (.2); correspond with C. Sterrett, O. Acuna, K&E team, Maricopa County Treasurer re store closing objection (.6); research re same (1.3); correspond with S. Margolis, Alix, O. Acuna, K&E team, A&G, Company re rejections (.3); research re contract rejection notices (.7); draft, revise contract rejection notice (.8); correspond with R. Fiedler, K&E team, Murphy King re Christmas Tree Shop leases (.1); correspond with O. Acuna, K&E team re lease issues summary (.1); review, revise re same (.2).
05/22/23	Ross J. Fiedler	1.90	Telephone conference with Company, Cole Schotz, A&G and JLL re bid and auction strategy (.5); telephone conference with C. Pavlovich, K&E team re Cost Plus World Market (.4); correspond with O. Acuna, K&E team, Cole Schotz, landlord lawyers re lease issues (1.0).
05/22/23	Emily Geier, P.C.	1.40	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Samantha Helgason	8.30	Telephone conference with R. Fiedler, C. Sterrett re World Market leases (.5); telephone conferences with Goodwin Proctor re same (.9); conferences with O. Acuna, C. Sterrett re same (1.5); telephone conference with Company re same (.6); review, revise assumption and assignment motion (3.9); correspond with Cole Schotz re same (.4); further revise same (.5).
05/22/23	Noelle M. Howard	1.50	Revise lease rejection, settlement motion (.9); telephone conference with local counsel re same (.3); correspond with O. Acuna, local counsel re same (.3).
05/22/23	Derek I. Hunter	0.60	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/22/23	Sarah R. Margolis	4.60	Review, revise rejection procedures notice, order (1.1); review, revise milestone summary (.3); correspond with M. Feeney, S. Helgason re same (.1); telephone conference with M. Feeney re lease rejection notice (.2); correspond with C. Sterrett re same (.2); review, revise same (.4); correspond with Company, Alix team re lease rejection (.2); correspond with O. Acuna, M. Feeney re contract rejection payments (.2); correspond with Alix team re contract rejection schedule, payments (.2); review, analyze schedule re same (.5); correspond with M. Feeney re same (.2); review, revise lease rejection notice, proposed order (1.0).
05/22/23	Chris Pavlovich	0.50	Correspond with M. Sloman, landlord counsel re lease sale motion.
05/22/23	Michael A. Sloman	1.60	Revise motion to assume and assign leases to Burlington (.4); draft application to shorten notice of hearing re same (.6); draft notice of lease auction hearing (.4); correspond with R. Fiedler, Alix re same (.2).
05/22/23	Charles B. Sterrett	1.40	Review, analyze lease and contract rejection issues (1.1); telephone conference with S. Helgason, K&E team re same (.3).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Olivia Acuna	5.20	Conference with N. Howard re lease termination motion (.3); telephone conference with N. Howard re same (.1); telephone conference with Christmas Tree Shop counsel, E. Geier, R. Fiedler, M. Feeney re treatment of leases (.6); telephone conference with S. Helgason re World Market leases (.3); conference with M. Sloman re motion to assume and assign (.3); telephone conference with N. Howard re comments to lease termination motion (.2); telephone conference with M. Feeney re stipulation (.2); telephone conference with landlord counsel re comments to lease termination motion (.3); analyze correspondence from landlord counsel re lease status (2.1); revise lease summary (.6); correspond with Company, A&G team, C. Pavlovich re lease inquiries (.2).
05/23/23	Megan C. Feeney	5.00	Correspond and conference with Christmas Tree Shop counsel re leases, subleases (.6); correspond with S. Margolis, K&E team, Alix, re rejection notices (.2); draft, revise re same (1.3); correspond with O. Acuna, K&E team re lease issues summary (.5); draft, revise re same (.5); correspond with O. Acuna re lease rejection stipulation (.2); draft, revise re same (1.4); research re same (.3).
05/23/23	Ross J. Fiedler	2.70	Telephone conference with Company, S. Helgason, K&E team re World Market assumption motion (.5); telephone conference with Christmas Tree Shop, O. Acuna, K&E team re Christmas Tree Shop subleases and over-leases (.5); correspond with O. Acuna, K&E team, Company advisors re lease issues, strategy (.5); review lease termination motion and orders (.5); correspond with landlord, Cole Schotz re same, assumption and assignment (.4); correspond with M. Sloman, K&E team re Burlington assignment (.3).
05/23/23	Julia R. Foster	1.20	Draft lease rejection stipulation.
05/23/23	Emily Geier, P.C.	0.90	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues (.4); telephone conference with Christmas Tree Shop counsel (.5).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Samantha Helgason	7.20	Telephone conference with Company re assumption and assignment motion (.5); telephone conferences with Goodwin Proctor re same (1.7); correspond with Company, Goodwin Proctor re same (1.9); review, revise same (2.0); finalize and correspond with Cole Schotz re filing (1.1).
05/23/23	Noelle M. Howard	3.10	Revise lease termination, settlement motion (2.1); correspond with local counsel re same (.4); correspond with O. Acuna re same (.3); telephone conference with O. Acuna, local counsel and landlord counsel re same (.3).
05/23/23	Derek I. Hunter	1.40	Attend coordination telephone conference with landlord counsel re inquiries and non-lease sale process (.5); review, analyze motion, side letters and stipulations re same (.5); correspond to R. Fiedler, K&E team re same (.4).
05/23/23	Sarah R. Margolis	2.40	Review, revise rejection procedures notice, order (.8); correspond with C. Sterrett, counsel to UCC re same (.2); review, revise second contract rejection notice (.7); correspond with M. Feeney re same (.2); correspond with C. Sterrett re same (.2); correspond with S. Helgason, C. Sterrett re rejection notice, landlord (.2); correspond with Alix team, Company re same (.1).
05/23/23	Michael A. Sloman	1.90	Review, revise motion and application to shorten time re assumption and assignment of leases to Burlington (1.4); correspond with O. Acuna, A&G re same (.5).
05/23/23	Charles B. Sterrett	4.30	Review, analyze lease and contract rejection, assumption considerations (2.3); review, revise motion re lease assignment (.3); correspond with S. Helgason re same (.7); telephone conferences with Company, Goodwin re same (.9); follow up re same (.1).
05/24/23	Olivia Acuna	3.40	Revise stipulation re lease reinstatement (.6); correspond with M. Feeney re same (.4); telephone conference with R. Fiedler, K&E team, Company re distribution centers (.5); correspond with M. Sloman re motion to assign leases (.5); revise same (.8); analyze precedent re same (.6).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Olivia Acuna	0.60	Analyze landlord correspondence re executory contract treatment.
05/24/23	Megan C. Feeney	2.70	Correspond with O. Acuna, K&E team, Maricopa County Treasurer's office, Texas Taxing Authority re store closing objections (1.1); correspond with O. Acuna, K&E team re lease rejection stipulation (.3); draft, revise re same (.5); research re same (.2); correspond with R. Fiedler, C. Schotz, K&E team re same (.3); correspond with S. Margolis re rejection notice (.1); draft, revise re same (.2).
05/24/23	Ross J. Fiedler	3.10	Telephone conference with E. Chafetz re lease issue (.4); telephone conference with Company, Cole Schotz and A&G re bid and auction strategy (.4); telephone conference with O. Acuna, K&E team, Cole Schotz re Christmas Tree Shop subleases (.4); same with Company, JLL re Secaucus lease (.4); telephone conference with Company, A&G, JLL and Cole Schotz re distribution center leases (.5); telephone conferences with Company advisors re lease issues (.5); correspond with Company advisors re same (.3); review lease auction notice (.2).
05/24/23	Emily Geier, P.C.	2.60	Correspond with R. Fiedler, K&E team re lease sales, rejections and debtor-subtenant issues (1.2); telephone conference with Company re same (.5); draft Christmas Tree Shop sublease treatment document (.9).
05/24/23	Samantha Helgason	3.50	Telephone conference with Company re June rent payments (.3); correspond with Company re same (.4); review, analyze world market leases (2.8).
05/24/23	Derek I. Hunter	0.30	Correspond with C. Sterrett, K&E team re lease analysis and rejections.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Sarah R. Margolis	2.20	Review, analyze contract rejection notice (.5); correspond with M. Feeney re same (.2); correspond with Company re lease rejection notice (.1); correspond with S. Helgason re same (.1); review, analyze master store analysis (.2); correspond with Hilco team re abandoned property (.2); correspond with C. Sterrett re same (.2); telephone conference with R. Fiedler, Cole Schotz re lease sale (.4); telephone conference with M. Sloman re assumption and assignment re same (.2); review, analyze motion re same (.1).
05/24/23	Michael A. Sloman	1.60	Draft notice of lease sale auction (.7); correspond with R. Fiedler, Alix, Proskauer re same (.2); review, revise lease reinstatement stipulation (.7).
05/24/23	Baya Yantren	2.00	Summarize, revise PC interview.
05/24/23	Jessica M. Yeh	0.20	Review, revise notice of lien by OK county treasurer.
05/25/23	Olivia Acuna	0.70	Correspond with M. Sloman, A&G team re Burlington leases (.3); correspond with Company re rent payments (.2); correspond with landlord counsel re same (.2).
05/25/23	Megan C. Feeney	1.50	Correspond with C. Pavlovich re landlord lease issues (.1); research re construction liens, property tax issues (.6); correspond with C. Sterrett, K&E team, Hilco, Texas Taxing Authority, Maricopa County Treasurer re store closing objections (.5); conference with O. Acuna re same (.3).
05/25/23	Ross J. Fiedler	1.30	Correspond with Company advisors re lease issues (.3); correspond with Cole Schotz, A&G re Totowa lease termination (.2); telephone conference with Cole Schotz re distribution centers (.3); review, analyze lease sale schedule (.4); correspond with advisors re same (.1).
05/25/23	Emily Geier, P.C.	0.80	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues.
05/25/23	Samantha Helgason	0.40	Correspond with rejection notice for store (.2); review, analyze list of world market leases (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Sarah R. Margolis	0.90	Correspond with C. Sterrett, M. Feeney, R. Fiedler re contract assumption (.2); telephone conference with Alix team re same (.2); telephone conference with M. Feeney re same (.2); review, analyze same (.3).
05/25/23	Chris Pavlovich	0.70	Research, analyze landlord inquiries (.5); correspond with M. Feeney, Company re same (.2).
05/25/23	Michael A. Sloman	1.10	Draft schedule re lease sale auction notice and prepare same for filing (.7); correspond with R. Fiedler, Proskauer, Alix, Cole Schotz re same (.4).
05/25/23	Charles B. Sterrett	1.10	Review, analyze contract rejection, assumption issues (.7); correspond and telephone conference with contract counterparties re same (.4).
05/25/23	Baya Yantren	0.70	Draft, revise PC memo chart (.2); review, analyze materials (.5).
05/26/23	Megan C. Feeney	2.40	Correspond with R. Fiedler, K&E team re lease issues (.4); draft, revise summary re same (.4); correspond and telephone conference with Cole Schotz, C. Sterrett, K&E team re lease assumption, stipulation (.3); draft, revise stipulation re same (.3); correspond with R. Fiedler, A&G re same (.2); correspond with C. Sterrett, K&E team re rejection notice (.2); correspond with C. Sterrett, K&E team, Maricopa County Treasurer, Texas Taxing Authority re store closing objection (.3); research re same (.3).
05/26/23	Ross J. Fiedler	1.80	Telephone conference with Company, Cole Schotz, A&G and JLL re bid and auction strategy (.5); telephone conference with M. Feeney, K&E team re assumption and assignment agreement (.4); review, analyze Burlington assumption documents (.3); telephone conference with B. LeHane re lease issues (.4); correspond with C. Sterrett, K&E team re same (.2).
05/26/23	Emily Geier, P.C.	0.80	Correspond with R. Fiedler, K&E team and landlords re lease matters.
05/26/23	Samantha Helgason	0.20	Correspond with M. Feeney re lease rejection notices.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Derek I. Hunter	0.40	Correspond with C. Sterrett, K&E team re lease analysis and rejections.
05/26/23	Chris Pavlovich	4.40	Correspond with R. Fiedler, M. Sloman, Company, A&G and landlord counsels re lease sale motion (1.6); review, analyze correspondence re same (1.9); telephone conference with R. Fiedler, M. Feeney, K&E team re lease workstream status (.5); prepare for same (.4).
05/26/23	Michael A. Sloman	3.50	Review publication notice re lease sale auction (.2); correspond with R. Fiedler, K&E team, NYT re same (.1); telephone conference with R. Fiedler, K&E team re lease work streams (.3); review, revise motion re assumption and assignment of leases to Burlington (.8); review, revise assumption and assignment agreement re same (1.1); correspond with R. Fiedler, A&G, Cole Schotz, Burlington re same (.4); telephone conference with R. Fiedler, A&G, Cole Schotz re same (.2); telephone conference with Burlington re assumption and assignment agreement (.4).
05/26/23	Rachel Young	0.20	Correspond with landlord re lease inquiry (.1); correspond with Alix team re same (.1).
05/27/23	Megan C. Feeney	0.10	Correspond with Texas Taxing Authorities re store closing objection resolution.
05/28/23	Megan C. Feeney	0.50	Correspond with S. Margolis re contract rejection notice (.1); correspond with C. Sterrett re store closing objection (.1); review, analyze store closing order re same (.3).
05/28/23	Noelle M. Howard	0.40	Correspond with various landlord counsel re lease issues (.2); revise lease summary (.2).
05/28/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team re lease analysis and rejections.
05/29/23	Megan C. Feeney	1.10	Correspond with C. Sterrett, K&E team, Texas Taxing Authorities, Maricopa County Treasurer re store closing objection (.3); draft, revise re same (.4); research re same (.4).
05/29/23	Derek I. Hunter	1.50	Telephone conference with Company re bankruptcy updates, lease analysis and rejections (1.1); correspond with C. Sterrett, K&E team re same (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Olivia Acuna	4.50	Correspond with S. Golden re lease issues (.3); correspond with C. Sterrett, K&E team re same (.4); telephone conference with S. Helgason re World Market lease (.4); correspond with C. Sterrett, K&E team re same (.4); revise lease summary (1.5); revise lease termination motion (1.5).
05/30/23	Jacob E. Black	3.90	Telephone conference with N. Howard re lease termination motions re second day hearings (.1); review, analyze same re same (1.4); draft talking points re same (2.4).
05/30/23	Megan C. Feeney	3.50	Correspond with O. Acuna, K&E team, Alix re store closing objection (.5); correspond with Texas Taxing Authorities, O. Acuna, K&E team re store closing objection (.3); draft, revise order re same (1.5); correspond with O. Acuna, K&E team re lease issues summary (.2); draft, revise summary re same (.4); correspond with C. Sterrett, K&E team re lease record keeping (.1); research re same (.2); correspond with M. Sloman, A&G re stipulation of lease rejection (.3).
05/30/23	Ross J. Fiedler	1.40	Correspond with C. Pavlovich, K&E team re lease issues (.5); analyze same (.3); review, analyze matters re Burlington assumption and assignment motion (.3); correspond with E. Geier, M. Sloman re same (.3).
05/30/23	Emily Geier, P.C.	0.40	Correspond with R. Fiedler, K&E team re lease treatment issues.
05/30/23	Samantha Helgason	2.20	Correspond with World Market, Company re June lease payments (.4); telephone conference with O. Acuna re World Market store location (.2); correspond with Company re litigation at store location (.7); review, analyze pleadings, correspondence re same (.6); correspond with Akin Gump re same (.3).
05/30/23	Noelle M. Howard	0.20	Revise lease summary.
05/30/23	Derek I. Hunter	0.60	Telephone conference with Lazard, Alix re non-lease sale process.
05/30/23	Sarah R. Margolis	0.30	Review, analyze lease objection summary.
05/30/23	Chris Pavlovich	3.90	Correspond with landlord counsel re lease rejection and lease sale motion (2.1); review, analyze issues re same (1.8).

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Zak Piech	1.60	Telephone conference with Alix re lease objection (.1); correspond with M. Feeney re same (.1); research re precedent notice of abandonment of lease property (1.3); correspond with S. Margolis re same (.1).
05/30/23	Michael A. Sloman	2.70	Correspond with A&G, counterparties re counterparty lease inquiries (.4); analyze considerations re same (.2); review, revise Burlington assumption and assignment agreement (1.4); correspond with R. Fiedler, O. Acuna, Burlington re same (.7).
05/30/23	Charles B. Sterrett	0.80	Review, analyze contract assumption, rejection issues (.4); correspond with S. Margolis, K&E team re same (.4).
05/31/23	Olivia Acuna	2.30	Correspond with counsel to landlords re rent payments (.4); correspond with M. Feeney, Company re same (.5); revise lease summary (1.0); analyze comments to lease assignment motion (.4).
05/31/23	Jacob E. Black	2.40	Analyze, revise talking points re lease rejection issues (.6); conference with R. Fiedler re same (.5); conference with C. Casas re same (.5); conference with C. Sterrett re same (.8).
05/31/23	Megan C. Feeney	1.60	Correspond with A&G, O. Acuna, K&E team, Alix re stipulation (.2); draft, revise re same (.4); conference with O. Acuna re same (.3); conference with J. Fletcher re construction lien, property tax issue (.5); review, revise rejection notice (.1); correspond with S. Margolis re same (.1).
05/31/23	Ross J. Fiedler	4.20	Correspond with C. Pavlovic, K&E team re lease issues (1.0); analyze same (.5); telephone conference with W. Haddad, Cole Schotz re lease matters (.5); correspond with landlord counsel re lease issues (.5); review assumption and assignment agreement (.3); correspond with Patriot Place landlord re lease termination agreement (.2); correspond with O. Acuna, K&E team re contract cure schedule (.3); correspond with Cole Schotz re Jurupa Valley (.3); research re use restrictions (.4); correspond with W. Usatine re Secaucus (.2).

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Matter Number:

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Emily Geier, P.C.	0.70	Correspond with R. Fiedler, K&E team, counterparties re lease treatment issues.
05/31/23	Noelle M. Howard	0.50	Correspond with contract counterparty counsel re contract status (.2); correspond with Alix team re same (.3).
05/31/23	Derek I. Hunter	1.00	Telephone conference with landlord counsel re inquiries and non-lease sale process (.5); correspond with R. Fiedler, K&E team re same (.5).
05/31/23	Sarah R. Margolis	1.20	Review, analyze contract rejection issues, summary (.2); office conference with K&E team re same (.8); correspond with M. Feeney re same, certificate of no objection (.2).
05/31/23	Chris Pavlovich	2.80	Correspond with landlord counsel re lease rejection bar date, adequate assurance and credit bidding (.9); conference with R. Fiedler, K&E team re lease rejection project (.5); review, analyze lease rejection letters from landlord counsel (.6); research re same (.8).
05/31/23	Zak Piech	0.50	Draft correspondence re abandonment of lease property.
05/31/23	Michael A. Sloman	1.60	Review, revise Burlington assumption and assignment agreement (.7); telephone conference with R. Fiedler, O. Acuna, Burlington re same (.3); correspond with landlords, interested parties re lease inquiries (.6).
05/31/23	Charles B. Sterrett	0.80	Review, analyze vendor, landlord issues (.4); correspond and telephone conference with contract counterparties re same (.4).
<b>Total</b>		<b>599.60</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080205**

**Client Matter: 53510-12**

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**In the Matter of Business Operations**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 11,905.50

Total legal services rendered

\$ 11,905.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	3.10	995.00	3,084.50
Tamar Donikyan	1.50	1,945.00	2,917.50
Ross J. Fiedler	2.80	1,245.00	3,486.00
Samantha Helgason	1.60	885.00	1,416.00
Elizabeth M. Roberts	0.50	1,295.00	647.50
Michael A. Sloman	0.40	885.00	354.00
<b>TOTALS</b>	<b>9.90</b>		<b>\$ 11,905.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/03/23	Ross J. Fiedler	0.50	Telephone conference with Company, E. Geier re update, next steps.
05/09/23	Samantha Helgason	1.60	Review, analyze precedent stipulations re set off payments (1.4); correspond with R. Fiedler, C. Sterrett re same (.2).
05/10/23	Olivia Acuna	2.20	Analyze communications materials (1.3); correspond with C Street, M. Sloman re same (.5); telephone conference with C Street team re same (.4).
05/13/23	Tamar Donikyan	1.50	Correspond with C. Nagler re banking relationships (.5); telephone conference with company re same (.5); review correspondence re same (.5).
05/15/23	Olivia Acuna	0.40	Telephone conference with Hilco counsel, landlord counsel re store inventory.
05/15/23	Michael A. Sloman	0.40	Telephone conference with O. Acuna, K&E, C Street re communications strategy.
05/17/23	Elizabeth M. Roberts	0.50	Attend weekly advisor call.
05/18/23	Ross J. Fiedler	0.40	Review, analyze operational issues (.3); correspond with Company re same (.1).
05/22/23	Olivia Acuna	0.20	Telephone conference with C Street team re communications updates (.1); prepare re same (.1).
05/22/23	Ross J. Fiedler	0.30	Telephone conference with C-Street, O. Acuna, K&E team re communications, case update.
05/29/23	Ross J. Fiedler	0.50	Correspond with C. Sterrett, K&E team re operational matters, related first day orders.
05/30/23	Olivia Acuna	0.30	Telephone conference with C Street team re communications strategy.
05/30/23	Ross J. Fiedler	1.10	Correspond with C. Sterrett, K&E team re operational matters, related first day orders (.4); analyze issues re same (.3); correspond with D. Kastin re operational issues, related bankruptcy considerations (.4).
<b>Total</b>		<b>9.90</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080206**

**Client Matter: 53510-13**

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**In the Matter of Claims Administration**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 99,672.00

Total legal services rendered

\$ 99,672.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Jacob E. Black	54.90	885.00	48,586.50
Ross J. Fiedler	4.80	1,245.00	5,976.00
Julia R. Foster	0.60	480.00	288.00
Susan D. Golden	0.70	1,475.00	1,032.50
Samantha Helgason	15.80	885.00	13,983.00
Derek I. Hunter	1.30	1,375.00	1,787.50
Sarah R. Margolis	0.30	995.00	298.50
Zak Piech	34.10	735.00	25,063.50
Zak Read	0.90	735.00	661.50
Charles B. Sterrett	1.60	1,155.00	1,848.00
Mary Catherine Young	0.20	735.00	147.00
<b>TOTALS</b>	<b>115.20</b>		<b>\$ 99,672.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Jacob E. Black	0.60	Review, revise bar date motion (.2); correspond with Z. Piech and K&E team re same (.4).
05/01/23	Zak Piech	3.60	Draft bar date motion (3.2); telephone conference with J. Black re same (.1); correspond with J. Black, R. Fiedler re same (.3).
05/01/23	Mary Catherine Young	0.20	Research precedent re claims objection procedures.
05/05/23	Jacob E. Black	0.90	Correspond with Z. Piech, K&E team and Cole Schotz team re bar date noticing, hearing.
05/05/23	Zak Piech	0.20	Correspond with J. Black, K&E team, Cole Schotz re bar date hearing.
05/06/23	Ross J. Fiedler	1.10	Review, revise bar date motion (.8); analyze precedent bar date motions (.3).
05/06/23	Zak Piech	2.40	Revise bar date motion (2.2); correspond with R. Fiedler, K&E team re same (.2).
05/08/23	Jacob E. Black	1.60	Telephone conference with Z. Piech re bar date motion (.3); correspond with R. Fiedler, K&E, Company, Cole Schotz, DPW, Proskauer and Pachulski teams re bar date motion (1.3).
05/08/23	Ross J. Fiedler	0.30	Correspond with C. Sterrett, K&E team re bar date motion.
05/08/23	Zak Piech	3.10	Revise bar date motion (.9); telephone conference with J. Black re same (.2); correspond with J. Black, K&E team, Kroll, Cole Schotz re same (.3); analyze bar date motion revisions, comments (.4); further revise same (1.3).
05/09/23	Jacob E. Black	2.40	Telephone conference with Z. Piech re bar date motion (.2); conference with R. Fiedler, K&E and Kroll teams re bar date motion, noticing (.5); telephone conference with R. Fiedler and K&E team re bar date (.2); research re bar date noticing (1.3); correspond with Z. Piech re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Ross J. Fiedler	1.50	Telephone conference with Kroll and J. Black, K&E team re bar date motion (.5); correspond with J. Black, K&E team and UCC re same (.3); review, analyze DIP lenders' comments to bar date motion (.3); telephone conference with J. Black, K&E team re same (.4).
05/09/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team re claims noticing and bar date process considerations.
05/09/23	Zak Piech	3.70	Correspond with J. Black, K&E team, Kroll team re notice of bar date motion (.2); conference with J. Black, R. Fiedler, Kroll team re bar date motion (.5); telephone conferences with J. Black re same (1.1); research re bar date motion precedent (.4); revise bar date motion (1.5).
05/10/23	Jacob E. Black	1.60	Telephone conference with Z. Piech re bar date motion (.1); conference with Z. Piech re same (.4); telephone conference with D. Hunter re same (.1); correspond with lenders re same (.1); correspond with creditor re same (.1); correspond with Cole Schotz re same (.1); correspond with Kroll re same (.1); prepare bar date motion re filing (.4); correspond with E. Geier and K&E team re same (.2).
05/10/23	Derek I. Hunter	0.40	Correspond with R. Fiedler, K&E team re claims noticing and bar date process considerations.
05/10/23	Zak Piech	5.30	Revise bar date motion (1.2); correspond with J. Black, K&E team re same (.4); research re bar date motion proof of claim form precedent (.5); telephone conference with Kroll team re same (.1); correspond with J. Black, K&E team, Kroll team re same (.4); further revise bar date motion (2.3); correspond with J. Black, K&E team, Cole Schotz team re filing of same (.4).
05/15/23	Samantha Helgason	1.20	Correspond with E. Geier re tariff claims (.1); telephone conference with R. Fiedler re research of same (.2); review, analyze diligence re same (.9).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Claims Administration

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Invoice Number: 1050080206  
 Matter Number: 53510-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/23	Jacob E. Black	0.70	Correspond with Z. Piech and K&E team re bar date order (.2); telephone conference with Z. Piech re same (.3); conference with Z. Piech re same (.2).
05/16/23	Samantha Helgason	9.10	Research, analyze contingent claims (3.9); further research same re dischargeability (3.9); draft summary analysis of same (1.3).
05/17/23	Zak Read	0.50	Research case law re proofs of claim (.4); correspond with R. Fiedler re same (.1).
05/18/23	Julia R. Foster	0.60	Draft objection to class certification motion.
05/18/23	Samantha Helgason	1.00	Correspond with E. Geier re research re contingent claim (.1); conference with R. Fiedler re assignability of proceeds research (.6); research re same (.3).
05/18/23	Zak Piech	2.90	Revise bar date order re landlord counsel comments (.4); review, analyze precedent re bare date orders (1.4); further revise bar date order (1.1).
05/18/23	Zak Read	0.30	Correspond with R. Fiedler, K&E team re proof of claim considerations (.1); review case law re same (.2).
05/19/23	Zak Piech	0.50	Analyze landlord comments to bar date order (.3); telephone conference with J. Black re outstanding bar date issues (.2).
05/19/23	Charles B. Sterrett	0.50	Review, revise bar date pleadings (.3); correspond with Z. Piech, R. Fiedler re same (.2).
05/20/23	Samantha Helgason	0.70	Research, analyze assignability of proceeds, claims.
05/21/23	Jacob E. Black	0.10	Correspond with Z. Piech re bar date order.
05/21/23	Derek I. Hunter	0.30	Review, analyze bar date comments.
05/21/23	Zak Piech	3.30	Analyze creditor committee comments re bar date order (.6); correspond with C. Sterrett, R. Fiedler, J. Black re same (.3); research re precedent re bar date timing (1.1); draft summary re same (.9); correspond with J. Black re outstanding bar date issues (.4).
05/21/23	Charles B. Sterrett	0.80	Review creditor committee comments to bar date order, related materials.
05/22/23	Jacob E. Black	3.70	Analyze, evaluate Chubb comments re bar date motion (3.1); correspond with Z. Piech and K&E team re same (.4); correspond with Chubb re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Ross J. Fiedler	0.60	Correspond with E. Geier, K&E team re bar date order (.5); analyze issues re same (.1).
05/22/23	Samantha Helgason	1.60	Research, analyze cases re 301 claims.
05/22/23	Zak Read	0.10	Correspond with R. Fiedler, K&E team re proof of claim considerations.
05/23/23	Jacob E. Black	9.70	Analyze, evaluate comments re bar date motion (3.9); correspond with Z. Piech and K&E team re same (.8); telephone conference with Chubb (.5); correspond with Lenders re bar date motion (.2); further analyze, evaluate comments re same (1.4); correspond with UCC re same (.2); correspond with creditor committee re bar date motion (.2); review, revise bar date motion re comments (2.5).
05/23/23	Samantha Helgason	0.40	Conference with M. Young re 301 claim research.
05/24/23	Jacob E. Black	0.20	Correspond with S. Golden and K&E team re bar date noticing.
05/24/23	Ross J. Fiedler	0.30	Correspond with company advisors re tariff claim issues.
05/25/23	Jacob E. Black	9.90	Analyze, evaluate comments re bar date order (2.9); correspond with R. Fiedler, K&E team re same (1.2); correspond with R. Fiedler, K&E team, lenders and creditor committee re same (.8); draft, revise bar date order re same (2.4); research bar date orders re same (2.6).
05/25/23	Ross J. Fiedler	0.50	Correspond with J. Black, K&E team re bar date order, related issues (.3); correspond with L. Roglen re same (.2).
05/25/23	Susan D. Golden	0.20	Correspond with J. Black re bar date noticing.
05/25/23	Samantha Helgason	0.30	Correspond with M. Young re 301 claims research.
05/25/23	Sarah R. Margolis	0.30	Correspond with A. Lusso re claims (.1); correspond with R. Young re same (.2).
05/26/23	Jacob E. Black	8.70	Analyze, evaluate comments re bar date order (3.9); correspond with R. Fiedler, K&E team re same (1.2); correspond with R. Fiedler, K&E team, lenders and creditor committee re same (.3); draft, revise bar date order re same (1.7); research bar date orders re same (1.6).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Claims Administration

Document Page 151 of 299

Invoice Number: 1050080206  
 Matter Number: 53510-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Samantha Helgason	1.50	Research, analyze precedent re claims considerations (.9); telephone conference with M. Young re same (.2); correspond with M. Young re same (.4).
05/27/23	Derek I. Hunter	0.30	Review, analyze bar date comments.
05/28/23	Zak Piech	0.70	Review, analyze landlord counsel comments to bar date order (.3); draft correspondence to landlord counsel re same (.3); correspond with C. Sterrett, J. Black, R. Fiedler re same (.1).
05/28/23	Charles B. Sterrett	0.30	Review, analyze creditor committee, lender comments re bar date, final orders.
05/29/23	Jacob E. Black	0.10	Correspond with C. Sterrett and K&E team re bar date order.
05/29/23	Zak Piech	0.70	Correspond with L. Roglen, landlord counsel, C. Sterrett, K&E team re landlord counsel bar date order comments (.1); analyze outstanding issues re same (.6).
05/30/23	Jacob E. Black	7.20	Telephone conference with Z. Piech re bar date issues (.2); telephone conference with Cole Schotz team re bar date issues (.2); correspond with Z. Piech and K&E team re bar date (.3); correspond with landlords re same (.2); analyze, evaluate bar date order (2.4); prepare for second day hearing re bar date presentation (3.9).
05/30/23	Ross J. Fiedler	0.30	Correspond with J. Black, K&E team re bar date order (.2); analyze issues re same (.1).
05/30/23	Zak Piech	5.80	Analyze landlord counsel comments re bar date order (.5); conference with J. Black re same (.2); analyze issues re bar date service of notice (.8); research re precedent re same (.8) correspond with C. Sterrett, K&E team re same (.2); revise bar date order (1.8); draft notice of revised bar date order (.5); research re precedent bar date hearings (1.0).
05/31/23	Jacob E. Black	7.50	Analyze, revise talking points re bar date issues (3.9); prepare hearing materials, presentation re same (3.6).
05/31/23	Ross J. Fiedler	0.20	Review bar date publication notice.
05/31/23	Susan D. Golden	0.50	Coordinate publication of bar date and NOL notices in New York Times.

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080206

Bed Bath and Beyond Inc.

Matter Number:

53510-13

Claims Administration

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Zak Piech	1.90	Correspond with C. Sterrett, K&E team, Kroll re bar date noticing (.3); correspond with J. Black, K&E team, Kroll re same (.1); conference with J. Black re bar date follow-ups (.4); revise notices re bar date order (1.1).
<b>Total</b>		<b>115.20</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080207**

**Client Matter: 53510-14**

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**In the Matter of Schedules and Statements (SOFAs)**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 59,767.50

Total legal services rendered

\$ 59,767.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Megan C. Feeney	1.70	735.00	1,249.50
Ross J. Fiedler	0.90	1,245.00	1,120.50
Emily Geier, P.C.	0.90	1,495.00	1,345.50
Rachel Golden	34.50	735.00	25,357.50
Susan D. Golden	0.60	1,475.00	885.00
Charles B. Sterrett	20.40	1,155.00	23,562.00
Rachel Young	8.50	735.00	6,247.50
<b>TOTALS</b>	<b>67.50</b>		<b>\$ 59,767.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/04/23	Rachel Golden	1.20	Correspond with Kroll re creditor matrix (.2); telephone conference with Kroll re same (.3); correspond with D. Hunter and R. Fiedler re equity holder list (.2); conference with Alix team re statement of financial affairs and schedules of assets and liabilities (.5).
05/05/23	Rachel Golden	0.50	Correspond with R. Fiedler and Kroll re equity holder list (.3); correspond with F. Yudkin re same (.2).
05/09/23	Rachel Golden	4.00	Conference with C. Sterrett, Alix team re monthly operating reports and SoFAs, schedules (.6); research re SoFAs, schedules diligence (1.9); correspond with C. Sterrett re same (.2); draft and revise email re same (.5); draft and revise summary re SoFAs, schedules (.8).
05/09/23	Charles B. Sterrett	1.80	Correspond and telephone conferences with Alix, Cole Schotz, R. Golden re reporting obligations, next steps (1.1); review, analyze precedent, materials re same (.7).
05/11/23	Susan D. Golden	0.60	Telephone conferences with R. Golden re redaction of schedules per creditor matrix order.
05/11/23	Rachel Golden	3.00	Correspond with C. Sterrett, Kroll team re creditor matrix (.1); telephone conference with S. Golden re same (.5); telephone conference with Kroll re same (.4); telephone conference with Alix re same (.6); telephone conference with C. Sterrett re same (.4); conference with D. Hunter re same (.3); draft and revise correspondence re same (.6); correspond with D. Hunter, R. Fiedler and Kroll re same (.1).
05/11/23	Charles B. Sterrett	0.90	Correspond and telephone conference with Alix, R. Golden re reporting, related considerations.
05/12/23	Rachel Young	0.70	Draft, review CNO re creditors matrix final order (.3); correspond with Alix team re petitions summary, related information (.4).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Schedules and Statements (SOFAs)

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Invoice Number: 1050080207  
 Matter Number: 53510-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Rachel Golden	1.70	Correspond with C. Sterrett, Alix re SoFAs and schedules (.1); research re SoFAs and schedules (.7); telephone conference with M. Sloman re same (.2); correspond with C. Sterrett re same (.2); draft and revise global notes re same (.5).
05/18/23	Rachel Golden	0.10	Correspond with C. Sterrett, Alix re SoFAs and schedules.
05/19/23	Rachel Golden	0.70	Research re global notes precedent (.3); draft and revise global notes (.4).
05/19/23	Rachel Golden	0.40	Correspond with Kroll team re creditor matrix (.3); correspond with C. Sterrett re same (.1).
05/21/23	Rachel Golden	0.40	Draft and revise global notes.
05/22/23	Rachel Golden	6.20	Draft and revise global notes (3.7); correspond with C. Sterrett re same (.1); correspond with Alix team re same (.2); review and revise global notes (2.1); correspond with C. Sterrett, Alix team re same (.1).
05/22/23	Charles B. Sterrett	1.80	Correspond and conference with Alix, R. Golden re reporting, schedules, SoFAs (.9); review, analyze issues, materials re same (.9).
05/23/23	Rachel Golden	1.40	Review and revise global notes (.3); research re global notes precedent (.4) correspond with C. Sterrett re same (.1); draft and revise correspondence re same (.3); correspond with Alix team re same (.3).
05/23/23	Charles B. Sterrett	1.90	Review global notes, related materials (1.2); review precedent re same (.4); correspond with R. Golden, Alix re same (.3).
05/24/23	Rachel Golden	1.40	Correspond with C. Sterrett re SoFAs and schedules (.1); research re SoFAs and schedules (1.2); correspond with C. Sterrett re same (.1).
05/24/23	Charles B. Sterrett	4.40	Review, analyze draft SoFAs, schedules (3.9); correspond with Alix, R. Golden re same (.5).
05/25/23	Megan C. Feeney	0.40	Correspond with R. Golden, K&E team, Alix re global notes (.1); review, analyze materials re same (.3).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Schedules and Statements (SOFAs)

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Invoice Number: 1050080207  
 Matter Number: 53510-14

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Rachel Golden	10.50	Review and analyze SoFAs and schedules (3.5); correspond with C. Sterrett re same (.4); correspond with Alix team re same (.4); review and revise global notes (2.6); telephone conference with C. Sterrett re same (.2); draft and revise correspondence re global notes deviations (2.2); correspond with C. Sterrett re same (.2); compile and manage SoFAs and schedules re same (.3); conference with R. Young re SoFAs and schedules (.3); draft correspondence re SoFAs and schedules status (.3); correspond with R. Young, M Feeney re same (.1).
05/25/23	Charles B. Sterrett	2.10	Review, analyze SoFA, schedule materials (1.3); correspond and conference with R. Golden, K&E team, Alix re same (.8).
05/25/23	Rachel Young	0.60	Correspond with R. Golden re SoFAs and schedules (.4); review, analyze outstanding items re same (.2).
05/26/23	Megan C. Feeney	0.50	Correspond with R. Young, K&E team, Alix re global notes (.2); review, analyze re same (.2); review, analyze data site re diligence (.1).
05/26/23	Emily Geier, P.C.	0.70	Review schedules and statements.
05/26/23	Charles B. Sterrett	3.30	Review, analyze SoFAs, schedules, related reporting materials.
05/26/23	Rachel Young	4.10	Correspond with Alix team, C. Sterrett re SoFAs update (.2); review, analyze SoFAs re updated information (3.2); draft summary re same (.4); correspond with C. Sterrett, Alix team re same (.3).
05/27/23	Charles B. Sterrett	0.30	Correspond with Alix team re SoFAs, schedules and analyze issues re same.
05/27/23	Rachel Young	1.80	Review SoFA re insider payments (.6); correspond with M. Sloman re insider analysis (.3); draft summary re SoFA (.7); correspond with D. Hunter, C. Sterrett re same (.2).
05/29/23	Rachel Young	1.00	Correspond with Alix team re SoFAs question (.3); review, analyze precedent re same (.7).
05/30/23	Ross J. Fiedler	0.90	Review, analyze schedules and statements (.4); telephone conference with D. Kastin re same (.3); correspond with D. Kastin, C. Sterrett, K&E team and Alix re same (.2).

Legal Services for the Period Ending May 31, 2023

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Invoice Number: 1050080207

Bed Bath and Beyond Inc.

Matter Number: 53510-14

Schedules and Statements (SOFAs)

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Emily Geier, P.C.	0.20	Review schedules and statements.
05/30/23	Rachel Golden	3.00	Review and analyze global notes (1.2); revise global notes (.5); correspond with C. Sterrett re same (.2); correspond with Alix team re global notes and SoFAs and schedules (.3); telephone conference with C. Sterrett re SoFAs (.2); telephone conference with Cole Schotz re SoFAs (.2); telephone conference with Alix re same (.4).
05/30/23	Charles B. Sterrett	3.90	Review, analyze SoFAs and schedules re filing (1.9); correspond and telephone conferences with Cole Schotz, R. Golden, K&E team, Alix re same (2.0).
05/30/23	Rachel Young	0.30	Draft summary re SoFAs and schedules (.2); correspond with R. Golden re same (.1).
05/31/23	Megan C. Feeney	0.80	Correspond and telephone conference with R. Golden re insiders list on SoFAs (.2); correspond with C. Sterrett, K&E team, Alix re same (.2); correspond with Alix, K&E team re 341 meeting, intercompany balances (.2); review, analyze diligence re same (.2).
<b>Total</b>		<b>67.50</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080208**

**Client Matter: 53510-15**

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**In the Matter of Creditor and Stakeholder Communications**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 30,982.50

Total legal services rendered

\$ 30,982.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	2.30	995.00	2,288.50
Amy Donahue	0.20	480.00	96.00
Ross J. Fiedler	1.70	1,245.00	2,116.50
Max M. Freedman	0.40	885.00	354.00
Emily Geier, P.C.	10.50	1,495.00	15,697.50
Rachel Golden	1.60	735.00	1,176.00
Samantha Helgason	0.10	885.00	88.50
Derek I. Hunter	0.70	1,375.00	962.50
Charles B. Sterrett	4.90	1,155.00	5,659.50
Josh Sussberg, P.C.	1.10	2,045.00	2,249.50
Mary Catherine Young	0.40	735.00	294.00
<b>TOTALS</b>	<b>23.90</b>		<b>\$ 30,982.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Derek I. Hunter	0.40	Correspond with various stakeholders re case inquiries.
05/01/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re case inquiries.
05/02/23	Amy Donahue	0.20	Correspond with Cole Schotz team and S. Golden, K&E team re publication notice considerations.
05/02/23	Ross J. Fiedler	0.30	Review, revise employee and partner communications.
05/02/23	Ross J. Fiedler	0.20	Correspond with Kroll and advisors re noticing matters.
05/02/23	Emily Geier, P.C.	0.40	Correspond with creditors re inquiries.
05/02/23	Rachel Golden	0.20	Conference with D. Hunter re GDPR.
05/03/23	Emily Geier, P.C.	1.40	Telephone conference with bondholder re inquiries (.9); correspond with creditors re inquiries (.5).
05/03/23	Josh Sussberg, P.C.	0.20	Correspond with creditors re case inquiries.
05/04/23	Emily Geier, P.C.	0.80	Telephone conference with interested party re inquiry.
05/04/23	Josh Sussberg, P.C.	0.20	Correspond with miscellaneous creditors and landlords re status.
05/05/23	Emily Geier, P.C.	0.80	Correspond with creditors re inquiries.
05/08/23	Rachel Golden	0.40	Correspond with C. Sterrett, Kroll team re shareholder question (.2); draft and revise correspondence re same (.2).
05/08/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re case inquiries, status.
05/09/23	Emily Geier, P.C.	0.40	Correspond with creditors re inquiries.
05/09/23	Derek I. Hunter	0.30	Correspond with various stakeholders re case inquiries.
05/10/23	Rachel Golden	0.90	Correspond with C. Sterrett re shareholder communications (.2); draft and revise summary re same (.4); correspond with C. Sterrett and shareholders re same (.3).
05/11/23	Emily Geier, P.C.	0.90	Correspond with interested parties re inquiries.
05/11/23	Samantha Helgason	0.10	Conference with R. Golden re redaction issue.
05/15/23	Olivia Acuna	0.30	Conference with C Street team re stakeholder communications.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Ross J. Fiedler	0.50	Telephone conference with GABF, D. Hunter, K&E team re chapter 11.
05/15/23	Max M. Freedman	0.40	Conference with C. Street, O. Acuna re communications matters.
05/15/23	Emily Geier, P.C.	0.80	Telephone conference with bondholder counsel re inquiry.
05/15/23	Mary Catherine Young	0.40	Review creditor correspondence re case inquiries.
05/16/23	Emily Geier, P.C.	0.40	Correspond with creditors re inquiries.
05/17/23	Ross J. Fiedler	0.40	Draft bondholder group NDA.
05/17/23	Charles B. Sterrett	3.10	Correspond and telephone conference with Pachulski, R. Fiedler, K&E team re final order comments, related UCC issues (1.7); review, revise orders (1.1); follow up re same (.3).
05/18/23	Olivia Acuna	0.20	Conference with C Street team re creditor communications.
05/19/23	Olivia Acuna	0.90	Analyze creditor communications materials for legal issues (.6); correspond with C Street team re same (.3).
05/22/23	Emily Geier, P.C.	0.60	Correspond with creditors re inquiries.
05/22/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
05/23/23	Emily Geier, P.C.	1.10	Conference with UCC counsel re creditor inquiries.
05/23/23	Rachel Golden	0.10	Correspond with D. Hunter re equity holder inquiry.
05/24/23	Emily Geier, P.C.	0.50	Telephone conference with creditor re inquiry and signing NDA.
05/24/23	Charles B. Sterrett	1.80	Review, revise orders re creditor committee comments (.4); correspond and telephone conferences with committee, lender counsel, M. Sloman, K&E team re same (1.4).
05/25/23	Josh Sussberg, P.C.	0.10	Correspond with creditor re inquiries.
05/26/23	Emily Geier, P.C.	1.60	Correspond with UCC counsel re creditor inquiries.
05/26/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
05/28/23	Josh Sussberg, P.C.	0.10	Correspond with creditor re gift card.
05/31/23	Olivia Acuna	0.90	Analyze creditor communications.
05/31/23	Ross J. Fiedler	0.30	Correspond with C Street re creditor communication matters.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Emily Geier, P.C.	0.80	Correspond with UCC counsel re creditor inquiries.
05/31/23	Josh Sussberg, P.C.	0.10	Correspond with creditors re inquiries.
<b>Total</b>		<b>23.90</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080209**

**Client Matter: 53510-16**

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**In the Matter of U.S. Trustee Matters and Communication**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 18,728.50

Total legal services rendered

\$ 18,728.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Ross J. Fiedler	1.70	1,245.00	2,116.50
Julia R. Foster	0.70	480.00	336.00
Emily Geier, P.C.	2.70	1,495.00	4,036.50
Rachel Golden	0.60	735.00	441.00
Derek I. Hunter	0.70	1,375.00	962.50
Charles B. Sterrett	6.20	1,155.00	7,161.00
Rachel Young	5.00	735.00	3,675.00
<b>TOTALS</b>	<b>17.60</b>		<b>\$ 18,728.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/03/23	Ross J. Fiedler	0.20	Correspond with U.S. Trustee re lease sale procedures motion.
05/03/23	Ross J. Fiedler	0.70	Correspond with Company advisors re UCC appointment (.3); analyze issues re same (.1); research re first day orders issues (.3).
05/04/23	Emily Geier, P.C.	1.80	Telephone conference with U.S. Trustee re committee formation process (.4); correspond with R. Fiedler, K&E team re committee formation matters (1.4).
05/05/23	Emily Geier, P.C.	0.90	Review notice of committee appointment (.3); correspond with D. Hunter, K&E team re same (.6).
05/05/23	Derek I. Hunter	0.20	Correspond with Cole Schotz re IDI, 341 meeting and other U.S. Trustee issues.
05/09/23	Ross J. Fiedler	0.50	Telephone conference with U.S. Trustee re cash management motion.
05/09/23	Derek I. Hunter	0.50	Conference with U.S. Trustee re second day hearing and resolutions.
05/10/23	Rachel Golden	0.60	Conference with C. Sterrett, Alix re monthly operating reports.
05/15/23	Charles B. Sterrett	0.60	Review IDI document request materials (.4); correspond with Alix, Cole Schotz re same (.2).
05/15/23	Rachel Young	0.40	Review, analyze U.S. Trustee requested materials re IDI meeting.
05/16/23	Charles B. Sterrett	1.90	Review, analyze documents re IDI production (.8); telephone conference with Alix, Cole Schotz re same (1.1).
05/16/23	Rachel Young	1.10	Correspond with Alix team re IDI documents (.2); review, analyze IDI documents (.2); draft summary re IDI documents (.6); correspond with C. Sterrett re same (.1).
05/17/23	Julia R. Foster	0.70	Prepare binder for C. Sterrett re initial debtor interview.
05/17/23	Rachel Young	0.80	Review, analyze supplemental documents re initial debtor interview (.4); correspond with C. Sterrett, J. Foster, Cole Schotz re same (.4).
05/19/23	Rachel Young	0.30	Correspond with C. Sterrett, J. Foster re IDI materials.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Ross J. Fiedler	0.30	Telephone conference with Cole Schotz, C. Sterrett, K&E team and Alix re IDI preparation.
05/22/23	Charles B. Sterrett	2.30	Participate in initial debtor interview (1.6); prepare re same (.7).
05/22/23	Rachel Young	2.40	Attend IDI with C. Sterrett, K&E team, U.S. Trustee (1.6); draft summary re outstanding requests for same (.4); correspond with C. Sterrett, Alix team re same (.4).
05/31/23	Charles B. Sterrett	1.40	Telephone conferences with Alix, Cole Schotz re 341 meeting, related considerations (.9); correspond with Alix, Cole Schotz re same (.5).
<b>Total</b>		<b>17.60</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080210**

**Client Matter: 53510-17**

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**In the Matter of Hearings**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 36,801.50

Total legal services rendered

\$ 36,801.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	0.50	995.00	497.50
Amy Donahue	1.20	480.00	576.00
Ross J. Fiedler	1.00	1,245.00	1,245.00
Julia R. Foster	1.00	480.00	480.00
Emily Geier, P.C.	4.50	1,495.00	6,727.50
Rachel Golden	0.20	735.00	147.00
Jacqueline Hahn	1.00	325.00	325.00
Richard U. S. Howell, P.C.	10.90	1,620.00	17,658.00
Casey McGushin	0.60	1,415.00	849.00
Christine Shang	0.60	1,215.00	729.00
Noah Z. Sosnick	0.30	995.00	298.50
Charles B. Sterrett	4.70	1,155.00	5,428.50
Josh Sussberg, P.C.	0.90	2,045.00	1,840.50
<b>TOTALS</b>	<b>27.40</b>		<b>\$ 36,801.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/02/23	Richard U. S. Howell, P.C.	0.50	Prepare for and attend telephone conference re second day hearing issues.
05/03/23	Richard U. S. Howell, P.C.	0.30	Review pleadings in preparation for second day hearing.
05/05/23	Richard U. S. Howell, P.C.	1.10	Conference with E. Geier to prepare for second day hearing (.6); review pleadings re same (.5).
05/09/23	Richard U. S. Howell, P.C.	1.00	Telephone conference with E. Geier and K&E team re issues relating to second day hearing (.6); prepare for same (.1); prepare and review correspondence to same re same (.3).
05/09/23	Casey McGushin	0.60	Telephone conference with E. Geier and K&E team re preparation for second day hearing.
05/09/23	Christine Shang	0.60	Telephone conference with C. McGushin, A. Bauer re second day hearing, next steps
05/09/23	Noah Z. Sosnick	0.30	Correspond with R. Golden re second day presentation (.2); review precedent re same (.1).
05/10/23	Rachel Golden	0.20	Conference with R. Fiedler re second day presentation.
05/10/23	Richard U. S. Howell, P.C.	0.30	Correspond with R. Fiedler, C. McGushin and E. Geier re potential second day hearing issues.
05/12/23	Richard U. S. Howell, P.C.	0.30	Prepare and review materials re preparation for second day hearing.
05/15/23	Richard U. S. Howell, P.C.	0.20	Review materials re second day hearing.
05/16/23	Richard U. S. Howell, P.C.	0.80	Prepare and review materials re open litigation issues in advance of hearing (.6); telephone conference with R. Fiedler, K&E team re open litigation issues (.2).
05/17/23	Richard U. S. Howell, P.C.	0.30	Telephone conference with R. Fiedler, K&E team re open litigation issues in advance of second day hearing (.2); review correspondence re same (.1).
05/18/23	Richard U. S. Howell, P.C.	0.90	Review materials re discovery in advance of second day hearing (.4); correspond with C. McGushin and R. Fiedler re open litigation issues (.5).
05/19/23	Emily Geier, P.C.	2.70	Prepare for hearing re UCC DIP objection.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Hearings

Document Page 171 of 299

Invoice Number: 1050080210  
 Matter Number: 53510-17

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/20/23	Richard U. S. Howell, P.C.	0.30	Review materials in preparation for DIP hearing.
05/28/23	Richard U. S. Howell, P.C.	1.20	Review pleadings and supporting documents in preparation for DIP hearing.
05/30/23	Emily Geier, P.C.	0.20	Correspond with R. Fiedler, K&E team re hearing agenda and motions.
05/30/23	Richard U. S. Howell, P.C.	1.20	Review pleadings in preparation re second day hearing issues.
05/30/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re second day hearing and status.
05/31/23	Olivia Acuna	0.50	Telephonically participate in second day hearing.
05/31/23	Amy Donahue	1.20	Maintain listen-only line for second day hearing.
05/31/23	Ross J. Fiedler	1.00	Telephonically attend hearing (.8); prepare for same (.2).
05/31/23	Julia R. Foster	1.00	Assist with second day hearing.
05/31/23	Emily Geier, P.C.	1.60	Attend second day hearing (.8); prepare for same (.8).
05/31/23	Jacqueline Hahn	1.00	Monitor listen-only lines for second day hearing.
05/31/23	Richard U. S. Howell, P.C.	2.50	Telephonically participate in second day hearing (.8); review materials to prepare for depositions and DIP hearing (1.7).
05/31/23	Charles B. Sterrett	4.20	Prepare re second day hearing (2.3); review, analyze issues, pleadings re same (1.9).
05/31/23	Charles B. Sterrett	0.50	Participate in hearing.
05/31/23	Josh Sussberg, P.C.	0.80	Participate in second day hearing.
<b>Total</b>		<b>27.40</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080211**

**Client Matter: 53510-18**

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**In the Matter of Insurance and Surety Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 14,098.50

Total legal services rendered

\$ 14,098.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	3.40	995.00	3,383.00
Ross J. Fiedler	0.50	1,245.00	622.50
Emily Geier, P.C.	0.40	1,495.00	598.00
Noelle M. Howard	1.20	735.00	882.00
William T. Pruitt	5.10	1,550.00	7,905.00
Michael A. Sloman	0.80	885.00	708.00
<b>TOTALS</b>	<b>11.40</b>		<b>\$ 14,098.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Ross J. Fiedler	0.20	Research issues re insurance order.
05/01/23	William T. Pruitt	0.70	Analyze comments on insurance summary draft (.3); correspond with broker and insurer re same (.1); analyze sublimit for insurance policy (.2); correspond with S. Cohen re same (.1).
05/02/23	William T. Pruitt	0.50	Analyze insurance summary draft (.3); correspond with insurance underwriter re same (.2).
05/02/23	Michael A. Sloman	0.80	Revise proposed wages order re insurer comments (.6); correspond with R. Fiedler, R. Golden re same (.2).
05/03/23	Olivia Acuna	0.30	Correspond with N. Howard re insurance provider comments to proposed insurance order (.2); analyze comments to insurance order (.1).
05/05/23	Olivia Acuna	0.20	Correspond with landlord counsel re comments to insurance order.
05/06/23	Olivia Acuna	0.20	Analyze comments to proposed final insurance order.
05/08/23	Olivia Acuna	2.00	Telephone conference with N. Howard re comments to insurance order (.4); revise insurance order (1.2); analyze precedent re same (.4).
05/08/23	Noelle M. Howard	1.20	Review, analyze proposed revised language re insurance final order (.6); correspond with O. Acuna re same (.2); review, revise insurance final order (.4)
05/08/23	William T. Pruitt	0.20	Review and analyze edits insurance summary (.1); correspond with D. Hunter re same (.1).
05/08/23	William T. Pruitt	0.10	Review, analyze submission of insurance claims.
05/09/23	William T. Pruitt	0.50	Review, analyze insurance issues (.3); correspond and telephone conference with D. Hunter re same (.1); correspond with underwriter re same (.1).
05/10/23	William T. Pruitt	0.20	Review and analyze underwriter's proposed edits to insurance summary (.1); correspond with Company re same (.1).

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080211

Bed Bath and Beyond Inc.

Matter Number:

53510-18

Insurance and Surety Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/23	William T. Pruitt	0.70	Review, analyze re underwriter position on insurance coverage (.2); telephone conference with D. Hunter re same (.2); review policy re advancement obligation (.1); correspond with D. Hunter re same (.2).
05/17/23	Olivia Acuna	0.40	Analyze correspondence from insurance provider.
05/17/23	William T. Pruitt	0.20	Analyze, review re underwriter coverage position (.1); correspond with D. Hunter re same (.1).
05/22/23	William T. Pruitt	2.00	Review and analyze insurance coverage correspondence (.4); correspond with R. Fiedler re same(.5); telephone conference with client re underwriter coverage position (.5); telephone conference with insurer re invoice submission and insurance certificate (.3); correspond with Company re same (.3).
05/25/23	Emily Geier, P.C.	0.40	Correspond with D. Hunter, K&E team re insurance coverage matters.
05/30/23	Ross J. Fiedler	0.30	Analyze NDA re insurance matters (.2); correspond with P. Liskanich re same (.1).
05/31/23	Olivia Acuna	0.30	Correspond with Alix team re surety bonds.
<b>Total</b>		<b>11.40</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080212**

**Client Matter: 53510-19**

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**In the Matter of Utilities**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 30,649.00

Total legal services rendered

\$ 30,649.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Ross J. Fiedler	0.50	1,245.00	622.50
Emily Geier, P.C.	0.70	1,495.00	1,046.50
Charles B. Sterrett	8.80	1,155.00	10,164.00
Rachel Young	25.60	735.00	18,816.00
<b>TOTALS</b>	<b>35.60</b>		<b>\$ 30,649.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Ross J. Fiedler	0.20	Research precedent re utilities order inquiry.
05/01/23	Rachel Young	3.10	Correspond with Alix team re utilities exhibit (.6); revise exhibit (.3); correspond with lenders re same (.4); correspond with Company, O. Acuna, K&E team re adequate assurance requests (.9); review, analyze adequate assurance procedures re same (.4); revise utilities outreach summary (.4); correspond with O. Acuna re same (.1).
05/02/23	Ross J. Fiedler	0.30	Research precedent re utilities order inquiry.
05/02/23	Rachel Young	1.10	Correspond with Cole Schotz team re utilities exhibit (.4); draft notice of filing re same (.6); correspond with utility counsel re same (.1).
05/03/23	Rachel Young	0.10	Correspond with Company re utilities inquiry.
05/04/23	Emily Geier, P.C.	0.30	Correspond with Company re utilities matters.
05/04/23	Rachel Young	1.60	Review, analyze precedent re final utilities order (1.4); correspond with Alix team re utilities inquiries (.2).
05/05/23	Emily Geier, P.C.	0.40	Correspond with client re utilities matters.
05/08/23	Charles B. Sterrett	1.40	Review utilities demand letter, related correspondence (.8); correspond with R. Young re same (.6).
05/08/23	Rachel Young	3.90	Correspond with utility provider, O. Acuna, K&E team re utility inquiry (.6); correspond with O. Acuna, K&E team re same (.2); correspond with different provider re inquiry (.3); correspond with Alix team re same (.3); review, analyze additional assurance request compared to adequate assurance deposit (1.2); correspond with Alix team, O. Acuna, K&E team re same (.6); draft responses re utilities inquiries (.6); correspond with C. Sterrett re same (.1).
05/09/23	Charles B. Sterrett	1.30	Review, analyze issues re potential utilities settlements (.4); correspond and telephone conference with R. Young re same (.9).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Utilities

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Invoice Number: 1050080212  
 Matter Number: 53510-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Rachel Young	3.80	Review, analyze utilities inquiry (1.7); correspond with Alix team re same (.4); correspond with utility provider re same (.3); revise outreach tracker (.7); correspond with D. Hunter, R. Fiedler, C. Sterrett re utilities issues (.7).
05/10/23	Charles B. Sterrett	1.80	Review prospective utilities settlements and related correspondence re same.
05/10/23	Rachel Young	4.90	Telephone conference with J. Craig re utilities inquiry (.1); correspond with D. Hunter, K&E team re same (.1); research precedent re utilities inquiry (.4); conference with Alix team re utilities inquiries (.5); correspond with Alix team, C. Sterrett re same (.6); review, analyze revised utilities request (.6); draft summary re utilities requests, next steps (1.2); correspond with D. Hunter, K&E team re same (.7); correspond with utilities counsel re utilities motion (.7).
05/11/23	Charles B. Sterrett	1.80	Review, analyze proposed utilities settlements (.9); correspond with R. Young re same (.5) telephone conferences with R. Young re same (.4).
05/11/23	Rachel Young	2.90	Draft responses re utilities inquiries (.8); correspond with C. Sterrett, K&E team re same (.4); conference with utility provider re same (.1); correspond with counsel to utilities providers re inquiry (.8); revise letter re utilities issue (.7); conference with C. Sterrett re same (.1).
05/12/23	Charles B. Sterrett	1.20	Review, analyze utilities settlement (.9); correspond with R. Young re same (.3).
05/12/23	Rachel Young	1.80	Telephone conference with utility counterparty re utilities inquiry (.3); correspond with counterparty re same (.6); correspond with Alix team re same (.2); draft certificate of no objection for final utilities order (.7).
05/15/23	Charles B. Sterrett	0.70	Review, revise utilities settlement (.4); correspond with R. Young re same (.3).
05/15/23	Rachel Young	1.00	Correspond with M. Carey re utilities letter (.2); revise utilities letter (.8).
05/17/23	Rachel Young	0.20	Correspond with C. Sterrett re utilities inquiry.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Charles B. Sterrett	0.60	Telephone conference with R. Young re utilities issues (.4); correspond with R. Young re same (.2).
05/22/23	Rachel Young	0.20	Correspond with Alix team re utilities inquiry.
05/25/23	Rachel Young	0.20	Review, analyze utilities request (.1); correspond with Alix team re same (.1).
05/30/23	Rachel Young	0.10	Correspond with Alix team re utilities inquiry.
05/31/23	Rachel Young	0.70	Review, analyze utilities exhibit re inquiry (.2); correspond with Alix team re same (.1); correspond with utility provider re same (.1); telephone conference with utility provider re adequate assurance request (.2); correspond with Alix team re same (.1).
<b>Total</b>		<b>35.60</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080213**

**Client Matter: 53510-20**

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**In the Matter of Tax Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 52,486.50

Total legal services rendered

\$ 52,486.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	2.00	995.00	1,990.00
Jacob E. Black	5.40	885.00	4,779.00
Thad W. Davis, P.C.	11.80	1,795.00	21,181.00
Megan C. Feeney	0.20	735.00	147.00
Ross J. Fiedler	3.80	1,245.00	4,731.00
Zak Piech	18.30	735.00	13,450.50
Noah Z. Sosnick	0.50	995.00	497.50
Charles B. Sterrett	1.20	1,155.00	1,386.00
Jessica M. Yeh	3.10	1,395.00	4,324.50
<b>TOTALS</b>	<b>46.30</b>		<b>\$ 52,486.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Thad W. Davis, P.C.	0.20	Review and draft correspondence to Company re tax compliance and claims.
05/01/23	Zak Piech	0.70	Analyze inquiry re outstanding tax issue (.5); correspond with J. Black, Alix team re same (.2).
05/02/23	Thad W. Davis, P.C.	0.60	Review and draft correspondence to Company re tax issues.
05/02/23	Ross J. Fiedler	0.90	Correspond with T. Davis, Company re tax matters (.4); telephone conference with T. Davis, Company re same (.5).
05/02/23	Zak Piech	1.60	Analyze issues re tax payments (1.2); correspond with J. Black, K&E team, Alix team re same (.4).
05/02/23	Jessica M. Yeh	0.50	Telephone conference with Company re tax issues.
05/03/23	Thad W. Davis, P.C.	0.90	Telephone conference with Company re tax audits, claims and refunds.
05/03/23	Ross J. Fiedler	0.80	Telephone conference with T. Davis, Company re tax matters (.5); correspond with Company, T. Davis re same (.3).
05/03/23	Zak Piech	1.30	Analyze tax payment issue (.8); correspond with J. Black, Alix team re same (.1); correspond with O. Acuna, K&E team re same (.4).
05/03/23	Jessica M. Yeh	1.20	Attend telephone conference with Company to answer tax-related questions (.5); prepare for same (.7).
05/05/23	Thad W. Davis, P.C.	0.10	Review and draft correspondence to Company re tax claims and audits.
05/11/23	Thad W. Davis, P.C.	0.20	Review, analyze correspondence from Company re tax issues.
05/12/23	Ross J. Fiedler	0.40	Correspond with Company, O. Acuna, K&E team re Maricopa County tax liens (.3) analyze issues re same (.1).
05/12/23	Zak Piech	0.80	Draft notice of filing of final order re tax motion (.7); correspond with J. Black, C. Sterrett re same (.1).
05/12/23	Noah Z. Sosnick	0.30	Analyze lien searches re Maricopa tax liens.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Tax Matters

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Invoice Number: 1050080213  
 Matter Number: 53510-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/23	Charles B. Sterrett	0.30	Review, analyze taxes, NOL motion re tax issues.
05/16/23	Thad W. Davis, P.C.	0.30	Review, analyze tax claims and refund claims.
05/16/23	Zak Piech	6.80	Review, analyze UCC comments to tax motion final order (1.3); analyze Alix team inquiries re tax motion (.9); correspond with C. Sterrett, J. Black re same (.2); revise tax motion final order re UCC comments (1.6); conference with J. Black re same (.2); further revise tax motion final order (.6); correspond with D. Hunter, K&E team, Alix team re same (.5); review, analyze UCC diligence request re tax agreement (.5); video conference with J. Black, C. Sterrett, Alix team re tax diligence request (.3); correspond with C. McGushin, O. Acuna, K&E team re same (.4); correspond with Alix team re same (.3).
05/17/23	Jacob E. Black	0.70	Telephone conference with R. Fiedler, K&E team and Company re tax issues, next steps (.6); correspond with Z. Piech and C. Sterrett re same (.1).
05/17/23	Thad W. Davis, P.C.	1.80	Telephone conference with Company re tax claims and audits (.5); research re same (1.3).
05/17/23	Ross J. Fiedler	0.50	Telephone conference with Company, Deloitte team re tax refunds and tax matters.
05/17/23	Zak Piech	1.50	Correspond with Y. Kades, Alix team re tax motion update (.2); video conference with Company, Deloitte, R. Fiedler, K&E team re outstanding tax payment issues (.5); correspond with R. Fiedler, K&E team re same (.3); analyze outstanding tax motion final order issues (.5).
05/17/23	Jessica M. Yeh	0.70	Telephone conference with T. Davis, Company re tax audits and structure.
05/18/23	Zak Piech	0.60	Correspond with R. Fiedler, K&E team telephone conference with Company, Deloitte team re tax matters (.4); correspond with C. Sterrett, R. Fiedler, K&E team, Alix team re tax final order update (.2).
05/19/23	Olivia Acuna	0.40	Analyze comments to first day orders re taxes.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Tax Matters

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Invoice Number: 1050080213  
 Matter Number: 53510-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/23	Ross J. Fiedler	0.30	Telephone conference with Z. Piech, K&E team re Maricopa County tax matters.
05/21/23	Zak Piech	0.60	Correspond with C. Sterrett, R. Fiedler, K&E team, Alix team re final tax order (.3); correspond with J. Black re outstanding issues re same (.3).
05/22/23	Olivia Acuna	1.00	Telephone conference with M. Feeney re tax related comments to store closing order (.3); research precedent re same (.7).
05/22/23	Noah Z. Sosnick	0.20	Correspond with Alix team, Company re tax liens.
05/23/23	Jacob E. Black	2.70	Telephone conference with Alix team re taxes issues (.2); correspond with C. Sterrett, R. Fiedler and K&E team re taxes order (.1); correspond with lenders re taxes order (.3); analyze, evaluate comments re same (2.1).
05/23/23	Thad W. Davis, P.C.	1.80	Research tax issues re equity trading motion (1.0); review and draft correspondence re same (.5); telephone conference with R. Fiedler, K&E team re same (.3).
05/23/23	Jessica M. Yeh	0.20	Review, analyze NOL motion.
05/24/23	Olivia Acuna	0.10	Analyze comments from Texas Taxing Authorities.
05/24/23	Jacob E. Black	0.40	Conference with R. Fiedler, K&E team, Company and advisors re tax issues.
05/24/23	Thad W. Davis, P.C.	0.80	Telephone conference with Company re tax claims and refunds.
05/24/23	Ross J. Fiedler	0.70	Participate in telephone conference with J. Black, K&E team re tax payments and potential refunds.
05/25/23	Olivia Acuna	0.10	Analyze correspondence from taxing authorities.
05/25/23	Jacob E. Black	0.80	Correspond with lenders, R. Fiedler, K&E team, Cole Schotz team re final taxes order, comments.
05/25/23	Jacob E. Black	0.30	Prepare NOL order for filing.
05/26/23	Jacob E. Black	0.50	Correspond with lenders, R. Fiedler, K&E team, Cole Schotz team re final taxes order, comments (.4); prepare NOL order for filing (.1).
05/26/23	Megan C. Feeney	0.20	Correspond with Alix team re tax claim.
05/26/23	Jessica M. Yeh	0.50	Review revised NOL order.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Tax Matters

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Invoice Number: 1050080213  
 Matter Number: 53510-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/27/23	Thad W. Davis, P.C.	0.30	Review and draft correspondence to Company re equity trading motion (.2); review model re same (.1).
05/28/23	Zak Piech	0.60	Review, analyze UCC comments re NOL final order.
05/29/23	Zak Piech	1.30	Correspond with C. Sterrett, R. Fiedler, K&E team, UCC counsel re comments to final NOL order (.2); draft notice of revised order re same (.9); correspond with C. Sterrett, R. Fiedler, K&E team, Cole Schotz team re filing of same (.2).
05/29/23	Zak Piech	0.30	Revise NOL order.
05/30/23	Olivia Acuna	0.40	Telephone conference with taxing authorities (.2); correspond with M. Feeney re same (.2).
05/30/23	Thad W. Davis, P.C.	1.20	Review, analyze purchase agreement re tax issues (.3); review, analyze materials re tax attributes (.7); telephone conference with R. Fiedler re asset sale tax considerations (.2).
05/31/23	Thad W. Davis, P.C.	3.60	Review and draft correspondence to Company re tax attributes (1.3); telephone conference with Company re tax refund claims (.7); telephone conference with UCC advisors re tax issues (.8); review and revise asset purchase agreement re tax issues (.8).
05/31/23	Ross J. Fiedler	0.20	Correspond with Z. Piech, K&E team re taxes matters.
05/31/23	Zak Piech	1.80	Analyze inquiry re tax status (.5); correspond with O. Acuna, K&E team, Alix team re same (.2); conference with C. Sterrett, O. Acuna, K&E team, Company, Deloitte re outstanding tax issues (.6); correspond with C. Sterrett, R. Fiedler, K&E team, Company re outstanding audits (.2); analyze issues re same (.3).
05/31/23	Zak Piech	0.40	Revise notice of NOL final order.
05/31/23	Charles B. Sterrett	0.90	Correspond with Company, Z. Piech re tax issues (.3); telephone conference with Company, Z. Piech re same (.6).
<b>Total</b>		<b>46.30</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080214**  
**Client Matter: 53510-21**

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**In the Matter of Case Administration**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 107,080.50

Total legal services rendered

\$ 107,080.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	3.40	995.00	3,383.00
Amie Marie Bauer	0.60	1,080.00	648.00
Jacob E. Black	0.30	885.00	265.50
Seth Cohen	1.40	985.00	1,379.00
Amy Donahue	11.50	480.00	5,520.00
Megan C. Feeney	6.60	735.00	4,851.00
Ross J. Fiedler	9.20	1,245.00	11,454.00
Julia R. Foster	12.30	480.00	5,904.00
Max M. Freedman	2.50	885.00	2,212.50
Emily Geier, P.C.	1.50	1,495.00	2,242.50
Rachel Golden	2.10	735.00	1,543.50
Jacqueline Hahn	8.60	325.00	2,795.00
Samantha Helgason	5.80	885.00	5,133.00
Noelle M. Howard	2.60	735.00	1,911.00
Derek I. Hunter	6.60	1,375.00	9,075.00
Alexander Keane	0.50	995.00	497.50
Abdullah J. Khan	0.50	735.00	367.50
Mike James Koch	0.30	735.00	220.50
Audrey Lamb	2.50	365.00	912.50
Allison Lullo	1.30	1,410.00	1,833.00
Sarah R. Margolis	2.00	995.00	1,990.00
Chris Pavlovich	1.80	995.00	1,791.00
Zak Piech	2.70	735.00	1,984.50
Zak Read	3.40	735.00	2,499.00
Elizabeth M. Roberts	2.00	1,295.00	2,590.00
Tuba Sahiti	0.50	885.00	442.50
Gelareh Sharafi	1.50	735.00	1,102.50
John William Sheridan	1.00	1,155.00	1,155.00
Michael A. Sloman	2.10	885.00	1,858.50
Noah Z. Sosnick	3.70	995.00	3,681.50
Charles B. Sterrett	7.30	1,155.00	8,431.50
Josh Sussberg, P.C.	2.00	2,045.00	4,090.00

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Danielle Walker	1.00	325.00	325.00
Baya Yantren	3.70	985.00	3,644.50
Mary Catherine Young	9.90	735.00	7,276.50
Rachel Young	1.80	735.00	1,323.00
Tanzila Zomo	2.30	325.00	747.50
<b>TOTALS</b>	<b>128.80</b>		<b>\$ 107,080.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Olivia Acuna	0.70	Revise summary re critical workstreams, case status (.3); conference with R. Fiedler, K&E team re same (.4).
05/01/23	Jacob E. Black	0.30	Conference with M. Freedman and K&E team re critical workstreams, next steps (partial).
05/01/23	Amy Donahue	0.60	Analyze diligence documents (.2); conference with R. Fiedler, K&E team re case status, critical workstreams (.4).
05/01/23	Megan C. Feeney	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams (.4); review, revise summary re same (.2).
05/01/23	Ross J. Fiedler	1.00	Telephone conference with D. Hunter, K&E team re update, strategy and next steps (.4); telephone conference with E. Geier and Company re same (.6).
05/01/23	Julia R. Foster	0.70	Review and revise pleading template (.3); conference with R. Fiedler, K&E team re case status, next steps (.4).
05/01/23	Max M. Freedman	0.20	Conference with R. Fiedler, K&E team re critical workstreams, case status (partial).
05/01/23	Rachel Golden	0.60	Conference with D. Hunter, K&E team re case updates, critical workstreams (.4); revise work in process summary (.2).
05/01/23	Jacqueline Hahn	0.80	Conference with R. Fiedler, K&E team re case status, next steps (.4); compile and circulate recently filed pleadings to D. Hunter, K&E team (.4).
05/01/23	Samantha Helgason	0.60	Review, revise summary re case status, critical workstreams (.2); conference with R. Fiedler, K&E team re same (.4).
05/01/23	Noelle M. Howard	0.40	Conference with D. Hunter and K&E team re case status, critical workstreams.
05/01/23	Derek I. Hunter	1.20	Conference with R. Fiedler, K&E team, Alix team re case strategy (.5); review, analyze summary re same (.5); correspond with R. Fiedler, K&E team re timeline re same (.2).
05/01/23	Sarah R. Margolis	0.40	Telephone conference with R. Fiedler, K&E team re work in process, case updates.
05/01/23	Chris Pavlovich	0.40	Telephone conference with R. Fiedler, K&E team re case status, critical workstreams.

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Case Administration

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Invoice Number: 1050080214  
 Matter Number: 53510-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/23	Zak Piech	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/01/23	Zak Read	0.80	Review, revise summary re case status, critical workstreams (.3); correspond with M. Young re same (.1); conference with R. Fiedler, K&E team re same (.4).
05/01/23	Gelareh Sharafi	0.40	Conference with D. Hunter, K&E team re critical workstreams, case status.
05/01/23	Michael A. Sloman	0.40	Conference with R. Fiedler, K&E team re case status updates, next steps.
05/01/23	Noah Z. Sosnick	0.50	Conference with R. Fiedler, K&E team re case status, next steps.
05/01/23	Mary Catherine Young	1.00	Review, revise summary re case status, critical workstreams (.6); conference with R. Fiedler, K&E team re same (.4).
05/01/23	Rachel Young	0.40	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/01/23	Rachel Young	0.10	Correspond with Cole Schotz re petitions.
05/01/23	Tanzila Zomo	0.50	Conference with J. Foster, K&E team re case status updates, next steps.
05/02/23	Seth Cohen	0.40	Conference with team re ongoing work flows, strategy and second day issues.
05/02/23	Amy Donahue	0.40	Review, organize diligence documents.
05/02/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/02/23	Derek I. Hunter	0.70	Conference with R. Fiedler, K&E team re case strategy (.2); review, analyze summary re same (.3); correspond with R. Fiedler, K&E team re timeline re same (.2).
05/02/23	Rachel Young	0.20	Revise working group list.
05/03/23	Amy Donahue	0.40	Review, organize diligence documents.
05/03/23	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/03/23	Derek I. Hunter	1.20	Conference with R. Fiedler, K&E team re case strategy (.4); review, analyze summary re same (.3); correspond with R. Fiedler, K&E team re timeline re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/03/23	Audrey Lamb	2.50	Analyze audit inquiry letter update request (.1); analyze file and previous letter (.4); create client record (.5); research re KENI client/matter (.7); prepare and distribute internal survey memorandum (.2); analyze responses to internal survey memo (.3); draft audit letter update (.3).
05/03/23	Allison Lullo	1.30	Conference with J. Kasulis, L. Beran re case strategy and next steps (.5); conference with Cole Schotz team re next steps (.5); correspond with R. Fiedler, K&E team re next steps (.3).
05/03/23	Josh Sussberg, P.C.	0.10	Telephone conference with E. Geier re case status.
05/03/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re Christmas Tree Shop status.
05/04/23	Olivia Acuna	0.50	Revise work in process summary (.1); conference with R. Fiedler, K&E team re work in process (.4).
05/04/23	Megan C. Feeney	0.40	Conference with R. Fiedler, K&E team re case status, next steps.
05/04/23	Ross J. Fiedler	0.80	Conference with O. Acuna, K&E team re critical workstreams, next steps (.4); analyze considerations re same (.4).
05/04/23	Julia R. Foster	0.40	Conference with R. Fiedler, K&E team re case status, next steps.
05/04/23	Max M. Freedman	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams (partial).
05/04/23	Samantha Helgason	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/04/23	Noelle M. Howard	0.40	Conference with R. Fiedler K&E team re case status, critical workstreams.
05/04/23	Sarah R. Margolis	0.30	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/04/23	Chris Pavlovich	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/04/23	Zak Piech	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/04/23	Zak Read	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/04/23	Gelareh Sharafi	0.30	Conference with D. Hunter, K&E team re case status, critical workstreams.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Michael A. Sloman	0.20	Conference with D. Hunter, K&E team re case status updates, next steps.
05/04/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re case status.
05/04/23	Baya Yantren	1.00	Analyze document review charts and coordinate with team (.5); research public documents (.5).
05/04/23	Mary Catherine Young	1.30	Revise summary re case status, critical workstreams (.9); conference with R. Fiedler, K&E team re same (.4).
05/04/23	Rachel Young	0.40	Conference with R. Fiedler, K&E team re case updates, critical workstreams.
05/04/23	Tanzila Zomo	0.30	Compile recently filed pleadings (.2); correspond with J. Foster, K&E team re same (.1).
05/05/23	Julia R. Foster	1.00	Correspond with Cole Schotz team re pro hac vice orders (.4); correspond with S. Margolis re revised proposed orders (.6).
05/05/23	Josh Sussberg, P.C.	0.40	Correspond with various parties re case status and UCC (.2); review FT article and correspond re same (.2).
05/06/23	Ross J. Fiedler	0.40	Review, analyze comments to first day motions (.2); correspond with third-parties, N. Howard re same (.2).
05/07/23	Baya Yantren	0.20	Analyze document review summary (.1); correspond with K&E team, S. Corry re document review (.1).
05/08/23	Olivia Acuna	0.70	Revise work in process summary (.2); conference with R. Fiedler, K&E team re work in process (.5).
05/08/23	Megan C. Feeney	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams (.3); review, revise summary re same (.1).
05/08/23	Ross J. Fiedler	0.50	Telephone conference with C. Sterrett, D. Hunter, K&E team re case updates, next steps.
05/08/23	Julia R. Foster	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/08/23	Julia R. Foster	0.50	Review and revise first day orders.
05/08/23	Rachel Golden	0.50	Conference with D. Hunter, K&E team re case updates, critical workstreams.
05/08/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Samantha Helgason	0.50	Review, revise summary re case status, critical workstreams (.1); conference with C. Sterrett, K&E team re same (partial) (.4).
05/08/23	Noelle M. Howard	0.40	Conference with C. Sterrett, K&E team re case status, critical workstreams.
05/08/23	Abdullah J. Khan	0.50	Provide requested backup materials to PwC.
05/08/23	Sarah R. Margolis	0.40	Conference with C. Sterrett, K&E team re critical workstreams, case updates.
05/08/23	Chris Pavlovich	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/08/23	Zak Piech	0.40	Correspond with M. Young re case status, critical workstreams (.1); conference with C. Sterrett, K&E team re same (.3).
05/08/23	Zak Read	0.60	Review, revise summary re case status, critical workstreams (.2); correspond with M. Young re same (.1); conference with R. Fiedler, K&E team re same (.3).
05/08/23	Michael A. Sloman	0.30	Conference with R. Fiedler, K&E team re case status updates, next steps.
05/08/23	Noah Z. Sosnick	0.70	Telephone conference with R. Fiedler, K&E team re case status, critical workstreams (.5); correspond with advisor group re same (.2).
05/08/23	Charles B. Sterrett	1.80	Correspond and telephone conference with M. Young, K&E team re deal status, critical workstreams (.4); prepare re same (.2); review, revise summary re same (.4); correspond and telephone conference with D. Hunter, R. Fiedler re case status, active workstreams (.8).
05/08/23	Baya Yantren	2.50	Analyze board material documents and organize chart (1.8); correspond with K&E team, S. Corry re same (.5); supervise public document search and upload (.2).
05/08/23	Mary Catherine Young	0.80	Revise summary re case status, critical workstreams (.5); conference with R. Fiedler, K&E team re same (.3).
05/08/23	Tanzila Zomo	0.50	Conference with J. Foster, K&E team re case status updates, critical workstreams.
05/09/23	Seth Cohen	1.00	Conference with D. Hunter, K&E team re second day issues, upcoming work streams.
05/09/23	Amy Donahue	0.60	Review, organize diligence documents.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Julia R. Foster	1.10	Prepare required NJ attorney fund forms (.8); correspond with Cole Schotz team re same (.3).
05/09/23	Julia R. Foster	0.40	Compile recently filed objections re May 16, 2023 hearing and distribute to R. Fiedler and K&E team.
05/09/23	Julia R. Foster	0.50	Correspond with N. Howard re final first day orders.
05/09/23	Tanzila Zomo	0.50	Compile recently filed pleadings (.4); correspond with J. Foster, K&E team re same (.1).
05/10/23	Amy Donahue	0.70	Review, organize diligence documents.
05/10/23	Ross J. Fiedler	0.40	Telephone conference with D. Hunter, K&E team, Alix team, A&G and Lazard teams re advisor update, strategy, next steps.
05/10/23	Ross J. Fiedler	0.50	Correspond with C. Sterrett, K&E team re first day orders, related issues.
05/10/23	Julia R. Foster	1.20	Prepare pro hac vice NJ attorney fund forms (.7); correspond with C. Sterrett, K&E team re same (.2); compile recently filed objections re May 16, 2023 hearing (.3).
05/10/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/10/23	Derek I. Hunter	0.40	Telephone conference with R. Fiedler, K&E team, Alix re case strategy.
05/10/23	Elizabeth M. Roberts	0.80	Telephone conference with Company advisors re case updates.
05/10/23	Noah Z. Sosnick	0.50	Telephone conference with advisor group re status.
05/10/23	Charles B. Sterrett	1.60	Telephone conference with R. Fiedler, K&E team, Lazard, Alix teams re deal status, ongoing workstreams (.7); correspond and telephone conferences with R. Fiedler, D. Hunter re same, objections to orders (.9).
05/10/23	Mary Catherine Young	0.80	Conference with R. Fiedler re case timeline (.3); revise summary re case status, critical workstreams (.5).
05/11/23	Amy Donahue	0.40	Review, organize diligence documents.
05/11/23	Julia R. Foster	1.10	Draft notices of filing of revised proposed orders re May 16, 2023 hearing.
05/11/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/23	Amy Donahue	0.30	Review, organize diligence documents.
05/12/23	Ross J. Fiedler	0.70	Review, analyze issues re first day orders (.4); correspond with C. Sterrett, K&E team re same (.3).
05/12/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/12/23	Josh Sussberg, P.C.	0.20	Telephone conference with S. Vogel re case status (.1); telephone conference with D. Kurtz re same (.1).
05/13/23	Amy Donahue	0.20	Review, organize diligence documents.
05/13/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re Jefferies.
05/15/23	Olivia Acuna	0.60	Revise summary re case status, critical workstreams (.4); conference with R. Fiedler, K&E team re same (.2).
05/15/23	Megan C. Feeney	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams (.3); review, revise summary re same (.1).
05/15/23	Ross J. Fiedler	1.00	Telephone conference with Company, E. Geier re update, strategy, next steps (.5); telephone conference with C. Sterrett, K&E team re case updates (.5).
05/15/23	Julia R. Foster	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Max M. Freedman	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Jacqueline Hahn	0.40	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/15/23	Samantha Helgason	0.80	Review, revise summary re case status, critical workstreams (.2); conference with R. Fiedler, K&E team re same (.4); telephone conference with M. Bank re audit disclosure (.1); correspond with R. Fiedler, M. Bank re same (.1).
05/15/23	Noelle M. Howard	0.20	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Derek I. Hunter	0.30	Conference with R. Fiedler, K&E team re work in process.
05/15/23	Derek I. Hunter	1.60	Telephone conference with advisors re case strategy (.5); review, analyze summary re same (.5); correspond with R. Fiedler, K&E team re settlement constructs, related analysis (.6).

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 Bed Bath and Beyond Inc.  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Sarah R. Margolis	0.20	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Chris Pavlovich	0.20	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Zak Piech	0.50	Correspond with M. Young re case status, critical workstreams (.3); conference with R. Fiedler, K&E team re same (.2).
05/15/23	Michael A. Sloman	0.20	Conference with R. Fiedler, K&E team re case status, next steps.
05/15/23	Noah Z. Sosnick	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/15/23	Charles B. Sterrett	0.30	Conference with R. Fiedler, K&E team re deal status, critical workstreams (.2); prepare re same (.1).
05/15/23	Josh Sussberg, P.C.	0.40	Telephone conference with C. Flaton re status (.2); telephone conference with P. Corrie re same (.2).
05/15/23	Mary Catherine Young	0.70	Review, revise summary re case status, critical workstreams (.3); conference with R. Fiedler, K&E team re same (.4).
05/15/23	Rachel Young	0.20	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/16/23	Ross J. Fiedler	0.40	Telephone conference with C. Sterrett, D. Hunter re strategy, next steps.
05/16/23	Ross J. Fiedler	0.30	Correspond with Company re case updates.
05/16/23	Julia R. Foster	0.50	Prepare materials re pro hac vice payments and NJ attorney forms for mailing.
05/16/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/16/23	Noelle M. Howard	0.50	Conference with O. Acuna, K&E team re work in process.
05/16/23	Charles B. Sterrett	0.80	Correspond and telephone conference with D. Hunter, R. Fiedler re ongoing workstreams, allocation.
05/16/23	Mary Catherine Young	0.40	Draft case timeline (.2); review correspondence re case status, critical workstreams (.2).
05/17/23	Amy Donahue	0.60	Review, organize diligence documents.
05/17/23	Ross J. Fiedler	0.50	Telephone conference with D. Hunter, K&E team, Lazard, Alix and A&G teams re update, strategy, next steps.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/17/23	Samantha Helgason	0.40	Compile final orders (.2); correspond with R. Fiedler, Company re same (.2).
05/17/23	Derek I. Hunter	0.60	Telephone conference with R. Fiedler, K&E team, advisors re case strategy (.5); review, analyze summary re same (.1).
05/17/23	Charles B. Sterrett	0.40	Correspond and telephone conference with R. Fiedler, K&E team, Lazard, Alix teams re deal status, critical updates.
05/18/23	Amy Donahue	0.50	Review diligence documents.
05/18/23	Julia R. Foster	0.20	Correspond with J. Hahn re docket updates.
05/18/23	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/18/23	Josh Sussberg, P.C.	0.10	Correspond re miscellaneous items and deadlines.
05/19/23	Amy Donahue	1.00	Review, organize diligence documents.
05/19/23	Ross J. Fiedler	0.50	Correspond with Company, Company advisors re case dates and deadlines, court filings.
05/19/23	Julia R. Foster	0.50	Prepare binder for H. Etlin re initial debtor interview.
05/19/23	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/19/23	Derek I. Hunter	0.60	Conference with advisors re case strategy (.3); review, analyze documents re same (.3).
05/21/23	Josh Sussberg, P.C.	0.10	Correspond with E. Geier re UCC discovery request.
05/22/23	Megan C. Feeney	0.10	Revise summary re case status, critical workstreams.
05/22/23	Emily Geier, P.C.	0.40	Telephone conference with Company re case status.
05/22/23	Jacqueline Hahn	0.50	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/22/23	Samantha Helgason	0.30	Correspond with R. Fiedler, Company re latest docket entries.
05/22/23	Michael A. Sloman	0.10	Conference with R. Fiedler, K&E team re case status updates, next steps.
05/22/23	Charles B. Sterrett	0.40	Review, revise summary re case status, critical workstreams.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Mary Catherine Young	0.20	Revise summary re case status, critical workstreams.
05/23/23	Olivia Acuna	0.50	Revise summary re case status, critical workstreams (.1); conference with K&E team re same (.4).
05/23/23	Amy Donahue	0.80	Conference with R. Fiedler, K&E team re case status, critical workstreams (.6); review, organize diligence documents (.2).
05/23/23	Megan C. Feeney	0.70	Conference with R. Fiedler, K&E team re case status, critical workstreams (.6); revise summary re same (.1).
05/23/23	Ross J. Fiedler	0.50	Telephone conference with D. Hunter, K&E team re case updates.
05/23/23	Julia R. Foster	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/23/23	Max M. Freedman	0.40	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/23/23	Rachel Golden	0.50	Conference with D. Hunter, K&E team re case updates, critical workstreams.
05/23/23	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/23/23	Noelle M. Howard	0.50	Conference with D. Hunter, K&E team re case status, critical workstreams.
05/23/23	Mike James Koch	0.30	Conference with R. Fiedler, K&E team re critical workstreams, case status.
05/23/23	Sarah R. Margolis	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/23/23	Zak Read	0.60	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/23/23	Gelareh Sharafi	0.50	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/23/23	Michael A. Sloman	0.60	Conference with R. Fiedler, K&E team re case status, next steps (.5); prepare for same (.1).
05/23/23	Noah Z. Sosnick	0.50	Conference with R. Fiedler, K&E team re critical workstreams.
05/23/23	Charles B. Sterrett	0.80	Conference with R. Fiedler, K&E team re deal status, critical workstreams (.4); prepare for same (.4).
05/23/23	Danielle Walker	0.50	Conference with R. Fiedler, K&E team re work in process.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Mary Catherine Young	1.30	Revise case timeline (.2); coordinate conference re case status updates, critical workstreams (.2); revise summary re same (.4); conference with R. Fiedler, K&E team re same (.5).
05/23/23	Rachel Young	0.50	Conference with R. Fiedler, K&E team re case updates.
05/24/23	Amie Marie Bauer	0.60	Telephone conference with R. Fiedler, K&E team re case updates.
05/24/23	Amy Donahue	2.00	Review, organize diligence documents.
05/24/23	Ross J. Fiedler	1.00	Telephone conference with N. Sosnick, K&E team re update, ongoing workstreams (.5); telephone conference with C. Sterrett, K&E team, Lazard and Alix teams re update, strategy, next steps (.5).
05/24/23	Elizabeth M. Roberts	0.60	Attend conference with R. Fiedler, K&E team, advisors re critical workstreams, case status.
05/24/23	Noah Z. Sosnick	1.00	Conference with R. Fiedler, K&E team re case status, critical workstreams (.5); telephone conference with Alix, Lazard teams re same (.5).
05/24/23	Charles B. Sterrett	0.60	Telephone conference with R. Fiedler, K&E team, Lazard, Alix re deal status, ongoing workstreams.
05/25/23	Amy Donahue	0.60	Review, organize diligence documents.
05/25/23	Jacqueline Hahn	0.40	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/25/23	Samantha Helgason	0.20	Correspond with R. Fiedler re recent docket entries.
05/26/23	Amy Donahue	1.00	Review, organize diligence documents.
05/26/23	Max M. Freedman	0.20	Conference with S. Helgason, K&E team re ongoing workstreams.
05/26/23	Emily Geier, P.C.	0.60	Correspond with D. Hunter, K&E team re hearing agenda and motions.
05/26/23	Jacqueline Hahn	0.30	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/26/23	Samantha Helgason	0.30	Correspond with Company re recent docket entries.
05/26/23	Mary Catherine Young	0.80	Revise chapter 11 update summary (.6); correspond with R. Fiedler re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/29/23	Julia R. Foster	0.20	Correspond with C. Sterrett and K&E team re May 31, 2023 hearing.
05/30/23	Olivia Acuna	0.40	Revise summary re case status, critical workstreams (.1); conference with R. Fiedler, K&E team re same (.3).
05/30/23	Amy Donahue	0.70	Review, organize diligence documents (.3); conference with R. Fiedler, K&E team re case status, critical workstreams (.4).
05/30/23	Megan C. Feeney	4.00	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/30/23	Julia R. Foster	1.20	Draft pro hac application and certification in support (.4); conference with R. Fiedler, K&E team re case status, critical workstreams (.4); prepare binders for May 31, 2023 hearing (.4).
05/30/23	Max M. Freedman	0.90	Conference with C. Pavlovich, K&E team re case status, research considerations (.5); correspond with R. Fiedler, K&E team re case status, critical workstreams (.4).
05/30/23	Rachel Golden	0.50	Conference with D. Hunter, K&E team re case updates, critical workstreams.
05/30/23	Jacqueline Hahn	0.50	Attend and participate in meeting with K&E team re work in process (.3); compile and circulate recently filed pleadings to D. Hunter, K&E team (.2).
05/30/23	Samantha Helgason	0.90	Review, revise summary re case status, critical workstreams (.5); conference with R. Fiedler, K&E team re same (.4).
05/30/23	Noelle M. Howard	0.20	Conference with D. Hunter, K&E team re case status, critical workstreams.
05/30/23	Sarah R. Margolis	0.10	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/30/23	Chris Pavlovich	0.50	Conference with M. Freedman, K&E team re case status.
05/30/23	Zak Piech	1.00	Correspond with M.C. Young re case status, critical workstreams (.2); conference with C. Sterrett, K&E team re case status, critical workstreams (.3); conference with M. Freedman, K&E team re case status (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Zak Read	1.00	Review, revise summary re case status, critical workstreams (.2); correspond with M. Young re same (.1); conference with R. Fiedler, K&E team re same (.3); conference with M. Freedman, K&E team re same (.4).
05/30/23	Gelareh Sharafi	0.30	Conference with R. Fiedler, K&E team re case status, critical workstreams.
05/30/23	Michael A. Sloman	0.30	Conference with R. Fiedler, K&E team re case status, next steps.
05/30/23	Josh Sussberg, P.C.	0.30	Conference with R. Fiedler, K&E team re work in process, critical workstreams.
05/30/23	Josh Sussberg, P.C.	0.10	Conference with D. Hunter re case status.
05/30/23	Danielle Walker	0.50	Conference with R. Fiedler, K&E team re work in process.
05/30/23	Mary Catherine Young	1.80	Correspond with C. Sterrett, K&E team re summary re case status (.2); revise summary re case status, critical workstreams (.8); conference with R. Fiedler, K&E team re same (.5); onboard K&E team (.3).
05/30/23	Tanzila Zomo	0.50	Conference with J. Foster, K&E team re case status updates, critical workstreams.
05/31/23	Amy Donahue	0.70	Review, organize diligence documents.
05/31/23	Ross J. Fiedler	0.70	Correspond with company advisors re hearing coordination, related filings (.5); review key case deadlines (.2).
05/31/23	Julia R. Foster	1.40	Correspond with Cole Schotz re hearing logistics (.5); correspond with K&E conference center re same (.2); prepare supporting documents re same (.7).
05/31/23	Emily Geier, P.C.	0.50	Conference with R. Fiedler, K&E team re case updates.
05/31/23	Jacqueline Hahn	1.00	Compile and circulate recently filed pleadings to D. Hunter, K&E team.
05/31/23	Samantha Helgason	1.40	Review, revise Company summary re case status (1.0); compile chapter 11 filings re same (.2); correspond with R. Fiedler re same (.2).
05/31/23	Alexander Keane	0.50	Conference with M. Young, K&E team re case status, next steps (.3); prepare for same (.2).
05/31/23	Elizabeth M. Roberts	0.60	Telephone conference with Company advisors re case status.

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080214

Bed Bath and Beyond Inc.

Matter Number:

53510-21

Case Administration

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Tuba Sahiti	0.50	Conference with M. Young, K&E team re case status, next steps (.3); prepare for same (.2).
05/31/23	John William Sheridan	1.00	Conference with M. Young, K&E team re case status, critical workstreams (.3); prepare for same (.7).
05/31/23	Charles B. Sterrett	0.60	Conference with R. Fiedler, Alix, Lazard re deal status (.4); correspond with R. Fiedler, K&E team re same (.2).
05/31/23	Mary Catherine Young	0.80	Conference with R. Fiedler, K&E team re onboarding corporate associates (.5); correspond with J. Sheridan, L. Iwasaki, A. Keane, T. Sahiti re same (.3).
<b>Total</b>		<b>128.80</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080215**

**Client Matter: 53510-22**

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**In the Matter of Retention – K&E**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 148,777.50

Total legal services rendered

\$ 148,777.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	50.00	995.00	49,750.00
Jacob E. Black	8.70	885.00	7,699.50
Michael Y. Chan	4.50	365.00	1,642.50
Marta Dudyan	2.00	315.00	630.00
Julia R. Foster	0.80	480.00	384.00
Max M. Freedman	5.00	885.00	4,425.00
Emily Geier, P.C.	6.00	1,495.00	8,970.00
Susan D. Golden	3.30	1,475.00	4,867.50
Samantha Helgason	3.70	885.00	3,274.50
Derek I. Hunter	1.80	1,375.00	2,475.00
Chad J. Husnick, P.C.	0.50	2,045.00	1,022.50
Eric Nyberg	1.50	315.00	472.50
Zak Piech	27.80	735.00	20,433.00
Zak Read	7.70	735.00	5,659.50
Michael A. Sloman	3.90	885.00	3,451.50
Charles B. Sterrett	8.90	1,155.00	10,279.50
Josh Sussberg, P.C.	0.20	2,045.00	409.00
Mary Catherine Young	30.40	735.00	22,344.00
Rachel Young	0.80	735.00	588.00
<b>TOTALS</b>	<b>167.50</b>		<b>\$ 148,777.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Olivia Acuna	0.20	Analyze parties in interest list.
05/01/23	Julia R. Foster	0.80	Review and revise K&E retention application.
05/01/23	Rachel Young	0.80	Correspond with Cole Schotz team re attorney compensation disclosure form (.6); draft re same (.1); correspond with R. Fiedler re same (.1).
05/02/23	Olivia Acuna	0.50	Analyze conflicts reports.
05/03/23	Olivia Acuna	0.20	Correspond with D. Hunter re K&E retention.
05/04/23	Olivia Acuna	2.40	Telephone conference with M. Young, Z. Piech re K&E retention (.4); analyze conflicts reports (.5); analyze precedent retention applications (1.5).
05/04/23	Zak Piech	2.90	Conference with O. Acuna, M. Young re K&E retention (.5); review, analyze conflicts reports (1.6); draft specific disclosure re same (.8).
05/04/23	Zak Read	1.80	Correspond with O. Acuna re conflicts analysis (.3); review, analyze K&E retention schedules (1.5).
05/04/23	Mary Catherine Young	0.50	Conference with O. Acuna, Z. Piech re K&E retention application.
05/05/23	Olivia Acuna	0.40	Correspond with Z. Piech, M. Young re K&E retention application.
05/05/23	Zak Piech	2.40	Analyze retention schedules (1.7); draft specific disclosure language re same (.7).
05/05/23	Zak Read	1.20	Review, analyze K&E retention schedules (1.1); correspond with O. Acuna, K&E team re same (.1).
05/05/23	Mary Catherine Young	2.80	Review, analyze K&E retention schedules reports (.9); research specific disclosure language re same (1.3); review, revise summary re same (.6).
05/06/23	Olivia Acuna	3.50	Analyze conflicts reports (1.5); correspond with J. Black, M. Sloman, M. Freedman re same (.6); correspond with Z. Piech re retention application (.3); revise retention application (1.1).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Retention – K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/06/23	Jacob E. Black	4.30	Analyze, evaluate K&E retention schedules (1.9); draft analysis re same (2.2); correspond with O. Acuna and K&E team re same (.1); telephone conference with O. Acuna, K&E team re same (.1).
05/06/23	Zak Piech	1.90	Revise K&E retention application (1.7); correspond with O. Acuna, M.C. Young re same (.2).
05/06/23	Zak Read	0.40	Review, analyze parties in interest list re retention applications (.3); correspond with O. Acuna, K&E team re same (.1).
05/07/23	Olivia Acuna	4.90	Revise K&E retention application (3.9); analyze connections re same (1.0).
05/07/23	Max M. Freedman	0.70	Review, analyze parties in interest re disclosures (.5); correspond with O. Acuna re same (.2).
05/07/23	Michael A. Sloman	2.10	Review, analyze conflicts reports re K&E retention.
05/08/23	Olivia Acuna	5.00	Telephone conference with Z. Read re K&E retention application (.2); analyze conflicts reports (3.9); revise retention application (.9).
05/08/23	Jacob E. Black	4.40	Analyze, evaluate conflicts report re connections (2.8); revise, update analysis re same (1.4); correspond with O. Acuna re same (.1); correspond with Z. Read re same (.1).
05/08/23	Michael Y. Chan	3.00	Review disclosure schedules to K&E retention application (1.9); draft same (1.1).
05/08/23	Marta Dudyan	2.00	Review, analyze conflicts searches re K&E retention schedules.
05/08/23	Max M. Freedman	4.30	Review, analyze parties in interest re conflict disclosures (2.9); draft summary re same (1.2); correspond with O. Acuna re same (.2).
05/08/23	Samantha Helgason	3.70	Review, analyze conflicts reports re K&E retention.
05/08/23	Eric Nyberg	1.50	Review, analyze conflicts searches re K&E retention schedules.
05/08/23	Zak Piech	1.60	Research re precedent K&E retention applications (.6); revise K&E retention application (.9); correspond with M.C. Young, O. Acuna re same (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Zak Read	1.90	Review, analyze retention schedules (.4); correspond with O. Acuna, K&E team re same (.2); review, analyze conflicts reports re same (.9); correspond with O. Acuna re same (.1); conference with O. Acuna re same (.3).
05/08/23	Michael A. Sloman	1.80	Review, analyze conflicts reports re K&E retention.
05/09/23	Olivia Acuna	10.80	Telephone conference with Z. Piech re conflicts reports (.2); review, analyze conflicts reports (3.9); revise conflicts report tracker (2.6); revise K&E retention application (3.9); correspond with C. Sterrett re same (.2).
05/09/23	Susan D. Golden	0.40	Correspond with O. Acuna, C. Sterrett and S. Margolis re Cole Schotz comments to K&E retention application.
05/09/23	Zak Piech	2.60	Video conference with O. Acuna, M. Young re K&E retention application (.5); revise same (1.1); telephone conference with O. Acuna re same (.2); further revise same (.8).
05/09/23	Zak Read	0.20	Correspond with O. Acuna re parties in interest (.1); correspond with S. Margolis re same (.1).
05/09/23	Mary Catherine Young	3.60	Conference with O. Acuna, Z. Piech re K&E retention application (.5); review, analyze conflicts reports (.8); draft, revise tracker re conflicts report (1.6); correspond with O. Acuna, C. Sterrett re K&E retention application (.7).
05/10/23	Olivia Acuna	2.30	Revise K&E retention application (1.9); correspond with M. Young re same (.2); analyze precedent re same (.2).
05/10/23	Michael Y. Chan	1.50	Review, analyze conflicts searches re disclosure schedules (.6); draft same (.9).
05/10/23	Zak Piech	1.90	Telephone conference with O. Acuna, K&E team re parties in interest list (.2); revise K&E retention application (1.3); analyze issues re same (.2); correspond with O. Acuna, K&E team re same (.2).
05/10/23	Zak Read	1.00	Review, revise parties in interest list (.8); correspond with S. Margolis, K&E team re same (.2).

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Retention – K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/23	Charles B. Sterrett	1.10	Review, revise retention application (.9); correspond with O. Acuna re same (.2).
05/10/23	Mary Catherine Young	2.40	Conference with O. Acuna, K&E team re K&E retention application (.4); correspond with K&E team re same (.6); conference with O. Acuna re same (.4); review, revise K&E retention application (1.0).
05/11/23	Olivia Acuna	4.70	Revise K&E retention application (3.1); analyze precedent re same (1.6).
05/11/23	Zak Piech	0.40	Revise K&E retention application.
05/11/23	Zak Read	1.20	Review and revise K&E retention application (1.1); correspond with M. Young and O. Acuna re same (.1).
05/11/23	Charles B. Sterrett	1.30	Review K&E retention application schedules.
05/11/23	Mary Catherine Young	1.50	Review, revise K&E retention application (1.2); correspond with Z. Piech, O. Acuna re same (.3).
05/12/23	Olivia Acuna	4.10	Revise K&E retention application (3.1); analyze conflicts reports re same (1.0).
05/12/23	Zak Piech	1.20	Review and revise K&E retention application (1.1) and correspond with M. Young and O. Acuna re same (.1).
05/12/23	Charles B. Sterrett	0.90	Review, revise K&E retention application.
05/12/23	Mary Catherine Young	0.70	Review, revise K&E retention application.
05/13/23	Olivia Acuna	0.80	Telephone conference with M. Young re retention application (.3); revise re same (.5).
05/13/23	Zak Piech	1.20	Revise K&E retention application re C. Sterrett edits (.9); research, analyze budget and staffing precedent re same (.3).
05/13/23	Charles B. Sterrett	0.80	Review, revise retention applications (.7); correspond with M. Young, K&E team re same (.1).
05/13/23	Mary Catherine Young	3.00	Review, revise K&E retention application (2.3); correspond with O. Acuna, Z. Piech, K&E team re same (.7).
05/15/23	Olivia Acuna	1.60	Correspond with Cole Schotz team re K&E retention application (.3); revise K&E retention application (.8); analyze conflicts report re same (.3); correspond with D. Hunter re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Susan D. Golden	1.20	Review and revise K&E retention application (1.1); correspond with M. Young and O. Acuna re same (.1).
05/15/23	Zak Piech	1.90	Analyze S. Golden comments re K&E retention application (.6); revise same (1.1); correspond with O. Acuna, K&E team re same (.2).
05/15/23	Charles B. Sterrett	1.10	Review, revise retention applications and related materials (.6); correspond with O. Acuna, K&E team re same (.5).
05/15/23	Mary Catherine Young	0.40	Revise K&E retention application.
05/16/23	Olivia Acuna	1.30	Conference with M. Young, Z. Piech re S. Golden comments to retention application (.5); correspond with Alix team, D. Hunter re same (.3); analyze comments to retention application (.5).
05/16/23	Derek I. Hunter	1.00	Review, analyze K&E retention application (.8); correspond with Z. Piech, K&E team re same (.2).
05/16/23	Zak Piech	2.80	Review, analyze D. Hunter comments re K&E retention application (1.3); correspond with O. Acuna, M. Young re same (.3); video conference with O. Acuna, M. Young re same (.7); revise parties in interest list re K&E retention application (.5).
05/16/23	Charles B. Sterrett	0.90	Review, revise retention application, related materials (.3); correspond with M. Young, K&E team re same (.6).
05/16/23	Mary Catherine Young	2.50	Review, revise K&E retention application (1.0); correspond with O. Acuna, Z. Piech re same (.8); conference with O. Acuna re same (.7).
05/17/23	Olivia Acuna	1.00	Revise K&E retention application (.7); correspond with Z. Piech, M. Young re same (.3).
05/17/23	Emily Geier, P.C.	0.40	Correspond with D. Hunter, K&E team re K&E retention application.
05/17/23	Derek I. Hunter	0.50	Review, analyze K&E retention application (.4); correspond with Z. Piech, K&E team re same (.1).

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 Bed Bath and Beyond Inc.  
 Retention – K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Zak Piech	3.20	Revise K&E retention application (.6); correspond with O. Acuna, K&E team re K&E retention application specific disclosures (.1); further revise K&E retention application re description of Cole Schotz responsibilities (1.8); correspond with O. Acuna re same (.3); analyze K&E retention application precedent re same (.4).
05/17/23	Charles B. Sterrett	0.40	Review, analyze retention application (.3); correspond with M. Young, K&E team re same (.1).
05/17/23	Mary Catherine Young	2.10	Revise K&E retention application (.5); correspond with O. Acuna re same (.2); further revise re same (1.4).
05/18/23	Olivia Acuna	1.70	Correspond with S. Golden re retention application (.3); revise retention application (1.1); telephone conference with E. Geier re same (.3).
05/18/23	Emily Geier, P.C.	4.20	Review and revise K&E retention application (2.8); correspond with D. Hunter, K&E team re same (1.1); telephone conference with O. Acuna re same (.3).
05/18/23	Susan D. Golden	0.70	Telephone conference with O. Acuna and M. Young re K&E retention application (.6); correspond with E. Geier re same (.1).
05/18/23	Zak Piech	1.90	Review, analyze E. Geier comments to K&E retention application (.6); revise K&E retention application per same (1.1); correspond with O. Acuna, K&E team, Alix team re same (.2).
05/18/23	Mary Catherine Young	1.90	Revise K&E retention application.
05/19/23	Olivia Acuna	0.70	Correspond with Cole Schotz team, M. Young, Z. Piech re retention application.
05/19/23	Emily Geier, P.C.	0.90	Review, analyze K&E retention application (.3); correspond with O. Acuna, K&E team re same (.6).
05/19/23	Derek I. Hunter	0.30	Correspond with O. Acuna, K&E team re retention application.
05/19/23	Chad J. Husnick, P.C.	0.50	Review and revise K&E retention application.

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 Retention – K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/23	Zak Piech	1.90	Revise K&E retention application (1.6); correspond with S. Golden re K&E retention application precedent (.2); correspond with O. Acuna, K&E team, Alix team re K&E retention application declaration (.1).
05/19/23	Charles B. Sterrett	0.90	Review, analyze K&E retention considerations (.6); correspond and conference with M. Young, K&E team re same (.3).
05/19/23	Josh Sussberg, P.C.	0.20	Review, analyze retention application and correspond with E. Geier, K&E team re same.
05/19/23	Mary Catherine Young	2.40	Revise K&E retention application (1.8); correspond with O. Acuna, Z. Piech, K&E team re same (.6).
05/20/23	Charles B. Sterrett	0.60	Correspond with D. Hunter, K&E team re retention application, filing.
05/20/23	Mary Catherine Young	0.50	Correspond with C. Sterrett, O. Acuna, K&E team re K&E retention application (.2); coordinate filing re same (.3).
05/21/23	Olivia Acuna	0.50	Analyze comments to K&E retention proposed order from U.S. Trustee (.2); correspond with S. Golden, C. Sterrett re same (.3).
05/22/23	Olivia Acuna	1.30	Telephone conference with C. Sterrett re U.S. Trustee comments to K&E retention order (.3); telephone conference with M. Young re same (.2); revise re same (.8).
05/22/23	Susan D. Golden	0.40	Review, analyze U.S. Trustee comments to K&E retention application and correspond with O. Acuna with responses to same.
05/22/23	Mary Catherine Young	0.50	Review, analyze correspondence with U.S. Trustee re K&E retention application (.3); correspond with O. Acuna re same (.2).
05/23/23	Olivia Acuna	0.80	Correspond with M. Young re K&E retention application (.2); correspond with D. Hunter re same (.2); draft responses to comments from U.S. Trustee (.4).
05/23/23	Susan D. Golden	0.30	Correspond with O. Acuna re follow-up to U.S. Trustee comments and requests on K&E retention application.

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 Bed Bath and Beyond Inc.  
 Retention – K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Mary Catherine Young	2.00	Correspond with O. Acuna, K&E team re K&E retention application (1.2); draft correspondence re U.S. Trustee comments re same (.8).
05/24/23	Olivia Acuna	0.20	Correspond with M. Young re K&E retention application.
05/24/23	Emily Geier, P.C.	0.40	Correspond with D. Hunter, K&E team re K&E retention.
05/24/23	Susan D. Golden	0.30	Correspond with M. Young re responses to U.S. Trustee comments to K&E retention application.
05/24/23	Mary Catherine Young	0.90	Correspond with O. Acuna, K&E team re K&E retention application (.6); revise proposed order re same (.3).
05/25/23	Olivia Acuna	0.10	Correspond with S. Golden re K&E retention application.
05/25/23	Charles B. Sterrett	0.90	Review, analyze retention application issues (.7); correspond with O. Acuna, K&E team re same (.2).
05/25/23	Mary Catherine Young	0.60	Correspond with O. Acuna, K&E team re K&E retention application.
05/26/23	Emily Geier, P.C.	0.10	Correspond with D. Hunter, K&E team re retention.
05/27/23	Mary Catherine Young	0.50	Revise K&E proposed retention order.
05/29/23	Mary Catherine Young	0.50	Review, analyze K&E retention proposed order (.3); correspond with O. Acuna re same (.2).
05/30/23	Olivia Acuna	0.70	Correspond with M. Young re retention order comments from U.S. Trustee (.3); revise responses to U.S. Trustee (.4).
05/30/23	Mary Catherine Young	1.10	Correspond with O. Acuna, K&E team re K&E retention proposed order.
05/31/23	Olivia Acuna	0.30	Draft responses to U.S. Trustee re K&E retention application.
<b>Total</b>		<b>167.50</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080216**  
**Client Matter: 53510-23**

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**In the Matter of Retention – Non-K&E**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 172,448.50

Total legal services rendered

\$ 172,448.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Ross J. Fiedler	5.70	1,245.00	7,096.50
Julia R. Foster	1.70	480.00	816.00
Emily Geier, P.C.	6.10	1,495.00	9,119.50
Susan D. Golden	0.50	1,475.00	737.50
Jacqueline Hahn	1.50	325.00	487.50
Mike James Koch	6.50	735.00	4,777.50
Sarah R. Margolis	75.80	995.00	75,421.00
Zak Piech	29.50	735.00	21,682.50
Zak Read	32.10	735.00	23,593.50
Gelareh Sharafi	3.40	735.00	2,499.00
Michael A. Sloman	1.90	885.00	1,681.50
Charles B. Sterrett	7.80	1,155.00	9,009.00
Josh Sussberg, P.C.	0.80	2,045.00	1,636.00
Mary Catherine Young	18.90	735.00	13,891.50
<b>TOTALS</b>	<b>192.20</b>		<b>\$ 172,448.50</b>

Legal Services for the Period Ending May 31, 2023  
 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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### **Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Ross J. Fiedler	0.90	Correspond with Company, S. Margolis, K&E team re ordinary course professional motion and related matters (.4); review ordinary course professional motion (.3); telephone conference with Cole Schotz team re same (.2).
05/01/23	Emily Geier, P.C.	0.60	Correspond with client, R. Fiedler, K&E team re ordinary course professionals and retained professionals.
05/01/23	Mike James Koch	0.80	Conference with Lazard re retention application (.3); correspond with S. Margolis re same (.1); review, revise Lazard retention application (.3); correspond with S. Margolis, R. Fiedler re same (.1).
05/01/23	Sarah R. Margolis	7.40	Correspond with Alix team, Z. Read re parties in interest list (.3); review, revise same (.2); correspond with Z. Piech re ordinary course professional motion (.2); correspond with Company re professionals re same (.5); correspond with Cole Schotz team re same (.2); review, revise ordinary course professional summary, motion (2.9); correspond with M. Koch re Lazard retention application (.3); review, revise same (.4); correspond with Z. Read re Alix retention application (.4); review, revise same (.6); correspond with R. Fiedler re Kroll retention application (.1); review, revise same (.5); correspond with P. Coie team re ordinary course professional motion (.1); correspond with KPMG team re same (.1); correspond with R. Fiedler re JLL retention application (.3); correspond with M. Young re same (.3).
05/01/23	Zak Piech	3.60	Research re ordinary course professionals motion (1.1); revise re same (2.5).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/01/23	Zak Read	4.50	Review parties in interest list re non-K&E professional retention applications (1.9); correspond with O. Acuna, K&E team re same (.3); conference with S. Margolis re same (.2); review, revise schedule re non-K&E professional retention applications (.7); correspond with Alix team re same (.1); review, revise A&G retention application (1.3).
05/02/23	Ross J. Fiedler	0.90	Review, revise ordinary course professional motion (.4); review, analyze debtor advisor retention applications (.5).
05/02/23	Emily Geier, P.C.	0.80	Correspond with client, R. Fiedler, K&E team re ordinary course professionals and retained professionals.
05/02/23	Mike James Koch	1.10	Review, revise Lazard retention application (.8); correspond with S. Margolis, R. Fiedler, Lazard team re same (.3).
05/02/23	Sarah R. Margolis	4.10	Review, revise Lazard application (.5); correspond with M. Koch re same (.2); review, revise A&G retention application (.5); correspond with Z. Read re same (.2); correspond with Z. Read re non-K&E professional retention summary (.2); correspond with R. Fiedler re ordinary course professional motion (.2); correspond with Z. Piech re same (.5); review, analyze local rules re same (.2); telephone conference with Cole Schotz re same (.2); review, revise ordinary course professional motion re same (.3); correspond with Company, Alix team re ordinary course professionals (.3); review, revise summary re same (.2); correspond with Z. Read re Alix retention application (.3); analyze considerations re same (.3).
05/02/23	Zak Piech	2.30	Research re ordinary course professional motions (.6); revise draft re same (1.7).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/23	Zak Read	4.10	Analyze parties in interest list (.2); correspond with S. Margolis re same (.1); review, revise A&G retention application (1.1); correspond with S. Margolis re same (.1); correspond with A&G re same (.1); review, revise Alix retention application (1.5); research, review case law re same (.6); correspond with M. Koch, K&E team re non-K&E professional retention application status (.1); review parties in interest list (.2); correspond with Lazard re same (.1).
05/02/23	Gelareh Sharafi	0.20	Correspond with Kroll team and S. Margolis re Kroll retention application.
05/02/23	Mary Catherine Young	1.50	Research re JLL retention application (.3); draft, revise JLL retention application (1.2).
05/03/23	Ross J. Fiedler	1.70	Correspond with Company and Company advisors re ordinary course professional motion (.4); analyze issues re same (.5); correspond with S. Margolis, K&E team and advisors re non-K&E professional retention applications and related issues (.8).
05/03/23	Emily Geier, P.C.	0.90	Correspond with Company, R. Fiedler, K&E team re ordinary course professionals and retained professionals.
05/03/23	Sarah R. Margolis	6.00	Review, revise non-K&E professionals retention summary (.3); correspond with Company, R. Fiedler, Z. Piech re ordinary course professionals (.5); review, revise ordinary course professional motion (1.4); correspond with A&G, Z. Read re non-K&E professional retention application (.2); correspond with Deloitte re parties in interest list (.2); review, analyze same (.2); telephone conference with R. Fiedler re same (.2); review, revise ordinary course professional motion (.4); correspond with Company re same (.2); correspond with Z. Piech re same (.2); correspond with Alix team re retention application (.2); review, revise same (.5); review correspondence re Lazard engagement letter (.1); correspond with A&G, Z. Read re JLL, A&G retention application (.7); correspond with M. Young re same (.4); review, revise non-K&E professional retention summary (.3).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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Invoice Number: 1050080216  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/03/23	Zak Piech	6.20	Revise ordinary course professionals motion (2.1); correspond with S. Margolis, K&E team re same (.4); analyze inquiries from proposed ordinary course professionals (1.3); telephone conference with R. Fiedler re ordinary course professionals motion (.1); further revise same (2.3).
05/03/23	Zak Read	3.00	Review, revise A&G retention application (.3); correspond with S. Margolis re same (.1); correspond with A&G re same (.1); correspond with R. Fiedler, K&E team re same (.1); revise summary re non-K&E professional retention applications (.2); correspond with S. Margolis re same (.2); correspond with D. Hunter, K&E team re same (.1); review, revise Alix retention application (1.6); correspond with S. Margolis re same (.2); correspond with AlixPartners re same (.1).
05/04/23	Ross J. Fiedler	0.70	Review non-K&E professional retention applications (.3); correspond with S. Margolis, K&E team re same (.2); correspond with debtor advisors re ordinary course professional motion (.2).
05/04/23	Emily Geier, P.C.	1.10	Review and revise OCP motion (.7); correspond with R. Fiedler, K&E team re other professionals' retention (.4).
05/04/23	Mike James Koch	0.80	Review, revise Lazard retention application (.6); correspond with S. Margolis, R. Fiedler re same (.2).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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Invoice Number: 1050080216  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Sarah R. Margolis	9.90	Review, revise ordinary course professional motion, summary (3.0); correspond with A. Lullo re retention, J. Alix protocol (.2); review, revise Lazard retention application (1.3); correspond with M. Koch re same (.4); correspond with R. Fielder re Alix retention application (.2); correspond with R. Fiedler re ordinary course professional motion (.1); review, revise same (.1); correspond with Z. Read re Alix retention application (.2); review, revise same (1.0); correspond with Z. Piech re ordinary course professional motion (.3); review, analyze J. Alix protocol issue (.5); correspond with Davis Polk team re same (.2); review, revise application to shorten time re ordinary course professional motion (.7); correspond with E. Geier re same (.2); correspond with Cole Schotz team re same (.2); review, revise JLL engagement letter (1.0); correspond with M. Young re same (.3).
05/04/23	Zak Piech	0.80	Revise ordinary course professionals motion (.6); correspond with S. Margolis, K&E team re same (.2).
05/04/23	Zak Read	1.50	Correspond with S. Margolis re AlixPartners retention application (.3); correspond with AlixPartners re same (.1); review, revise same (1.0); correspond with R. Fiedler, K&E team re same (.1).
05/04/23	Mary Catherine Young	1.20	Review, revise JLL engagement letter.
05/05/23	Mike James Koch	1.50	Correspond with S. Margolis re Alix retention application (.3); correspond with AlixPartners re same (.1); review, revise same (1.0); correspond with R. Fiedler, K&E team re same (.1).
05/05/23	Sarah R. Margolis	1.70	Correspond with debtor professional re ordinary course professional motion (.2); correspond with R. Fiedler re ordinary course professional order (.2); correspond with Cole Schotz team re same (.1); correspond with M. Koch re Lazard retention application (.2); review, analyze precedent re same (.4); correspond with Z. Read re Alix application (.2); review, analyze retention summary (.1); revise same (.3).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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Invoice Number: 1050080216  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Zak Piech	0.10	Correspond with S. Margolis re ordinary course professional motion.
05/05/23	Zak Read	0.80	Correspond with S. Margolis, K&E team re non-K&E professional retention applications (.3); review, revise summary re same (.3); correspond with Alix team re retention application (.1); correspond with S. Margolis re same (.1).
05/08/23	Ross J. Fiedler	0.30	Correspond with S. Margolis, K&E team re JLL retention matters (.2); analyze issues re same (.1).
05/08/23	Mike James Koch	0.70	Review, revise Lazard retention application (.4); correspond with S. Margolis re same (.2); correspond with Fried Frank re same (.1).
05/08/23	Sarah R. Margolis	2.90	Review, analyze Lazard retention application (.1); correspond with M. Koch re same (.1); further review, revise Lazard application (.4); review, revise A&G application (.4); correspond with Z. Read, M. Koch re same (.3); correspond with JLL counsel re JLL retention application (.2); correspond with C. Sterrett re same (.3); review, analyze JLL engagement letter re same (.3); review, revise Kroll application (.5); correspond with C. Sterrett re same (.3)
05/08/23	Zak Piech	0.20	Draft, revise ordinary course professional motion and questionnaire.
05/08/23	Zak Read	1.20	Review, revise Alix retention application (.3); correspond with AlixPartners re same (.1); correspond with S. Margolis, K&E team re same (.1); review, revise A&G retention application (.2); correspond with S. Margolis, K&E team re same (.2); review, revise summary re non-K&E professional retention applications (.2); correspond with S. Margolis re same (.1).
05/08/23	Charles B. Sterrett	1.30	Review, analyze non-K&E professional retention applications (1.1); correspond with S. Margolis re same (.2).
05/08/23	Mary Catherine Young	2.10	Review, revise JLL retention application (1.8); correspond with S. Margolis re same (.3).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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Invoice Number: 1050080216  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Ross J. Fiedler	0.40	Correspond with Company re ordinary course professional retentions (.2); analyze issues re same (.2).
05/09/23	Sarah R. Margolis	4.00	Telephone conference with F. Yudkin re non-K&E professional retention applications (.3); correspond with C. Sterrett re same (.1); correspond with O. Acuna re same (.1); correspond with Z. Piech re declaration, ordinary course professional claimants (.3); analyze considerations re same (.3); correspond with Alix team re retention application (.1); correspond with Z. Read re retention summary (.2); correspond with Lazard team, M. Koch re retention (.2); correspond with Kroll team re retention application (.2); review, revise same (.4); correspond with M. Young re JLL retention application (.2); review, revise ordinary course professional order (.2); correspond with C. Sterrett re same, administrative fee motion (.4); review, analyze local rules re same (.3); review, revise parties in interest list (.2); correspond with Z. Read, K&E team re retention applications (.5).
05/09/23	Zak Piech	2.10	Revise ordinary course professional declaration and questionnaire (.2); research re same (1.7); correspond with S. Margolis re same (.2).
05/09/23	Zak Read	0.40	Correspond with S. Margolis re non-K&E professional retention applications (.2); correspond with M. Koch, K&E team re same (.1); revise summary re same (.1).
05/09/23	Gelareh Sharafi	0.30	Revise Kroll 327 retention application per Kroll team comments.
05/09/23	Charles B. Sterrett	0.90	Review, analyze non-K&E professional retention applications (.2); correspond with S. Margolis, Cole Schotz team re same (.7).
05/09/23	Mary Catherine Young	1.10	Review, revise JLL retention application (.8); correspond with S. Margolis, C. Sterrett re same (.3).
05/10/23	Julia R. Foster	0.40	Research precedent re JLL retention application (.2); prepare redline re same to A&G retention (.2).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/23	Sarah R. Margolis	4.00	Telephone conference with F. Yudkin re non-K&E professional retention applications (.3); correspond with C. Sterrett re same (.1); correspond with O. Acuna re same (.1); review, revise JLL retention application (2.0); correspond with A&G team re retention application (.1); correspond with Z. Read re parties in interest list (.1); review A&G engagement letter re same (.4); correspond with C. Sterrett re same (.3); telephone conference with C. Sterrett re same (.1); correspond with D. Hunter re same (.1); correspond with JLL re retention application (.2); correspond with Cole Schotz re parties in interest list (.1); review, revise same (.1).
05/10/23	Zak Read	3.10	Review, revise A&G retention application (2.1); correspond with S. Margolis re same (.2); correspond with C. Sterrett, K&E team re same (.1); review, revise summary re retention applications (.2); correspond with S. Margolis re same (.1); review, revise non-K&E professional retention application schedule (.2); conference with O. Acuna, K&E team re same (.2).
05/10/23	Gelareh Sharafi	0.30	Review, revise Kroll 327 retention application.
05/10/23	Charles B. Sterrett	0.90	Review, analyze non-K&E professional retention applications (.7); correspond and telephone conference with S. Margolis re same (.2).
05/10/23	Mary Catherine Young	2.90	Review, revise JLL retention application (1.8); review Pier 1 transcript re same (.3); correspond with S. Margolis re same (.3); draft schedule re JLL retention application (.5).
05/11/23	Emily Geier, P.C.	0.60	Correspond with Company, R. Fiedler, K&E team re ordinary course professionals and professional retentions.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Sarah R. Margolis	6.50	Correspond with Z. Read re non-K&E professional retention schedule, parties in interest list (.1); review, analyze same (.1); conferences with JLL re retention application (.6); office conference with M. Young re same (.5); review, revise JLL retention application (2.0); research re same (.5); review, revise Alix retention application (1.5); telephone conference with F. Yudkin re same (.2); correspond with Z. Piech, K. Sundt, C. Sterrett re same (.4); correspond with Company, A&G, JLL teams re engagement letter (.2); correspond with Pachulski team re ordinary course professional, administrative fee order (.2); review, analyze considerations re same (.2).
05/11/23	Zak Piech	3.90	Revise Alix retention application (.8); correspond with S. Margolis re same (.1); research re same (1.2); further revise same (1.6); correspond with S. Margolis, K&E team re same (.2).
05/11/23	Zak Read	1.40	Review, revise schedule re non-K&E professional retention applications (.3); correspond with S. Margolis, K&E team re same (.1); review, revise A&G retention application (.4); correspond with S. Margolis re same (.1); correspond with S. Margolis re Alix retention application (.1); review correspondence from S. Margolis, K&E team re same (.3); correspond with Z. Piech re same (.1).
05/11/23	Gelareh Sharafi	1.10	Review, revise Kroll 327 retention application (.4); revise, prepare Kroll 327 retention application for filing (.4); review documents re parties in interest and exhibits to same (.3).
05/11/23	Charles B. Sterrett	0.40	Correspond with S. Margolis re non-K&E professional retention applications (.2); review, analyze same (.2).
05/11/23	Mary Catherine Young	4.20	Review, revise JLL retention application (3.4); conference with S. Margolis re same (.5); draft issues list re same (.3).
05/12/23	Emily Geier, P.C.	0.80	Correspond with client, R. Fiedler, K&E team re OCPs and professional retentions.
05/12/23	Mike James Koch	0.60	Review, revise Lazard retention application (.5); correspond with S. Margolis re same (.1).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/12/23	Sarah R. Margolis	5.70	Review, revise Kroll retention application (.5); correspond with G. Sharafi, Kroll team re same (.3); correspond with C. Sterrett re same (.3); correspond with JLL re retention application, declaration (.3); telephone conferences with JLL re same (.3); telephone conference with Alix re application to shorten time re retention application (.2); telephone conference with Cole Schotz re same (.2); review, revise ordinary course professional, administrative fee order (.5); correspond with C. Sterrett, Z. Piech re same (.2); draft notice of hearing re same (.5); review, revise Alix retention application (.3); review, analyze bar date motion re same (.2); correspond with M. Young, Z. Read re JLL retention application, engagement letter (.2); review, revise same (.9); correspond with Alix team re parties in interest list (.5); correspond with KPMG team, R. Fiedler re KPMG retention application (.3).
05/12/23	Zak Piech	1.00	Revise notice of filing of final order re administrative fee order (.8); correspond with S. Margolis re same (.2).
05/12/23	Zak Read	6.10	Review, revise Alix retention application (2.4); correspond with S. Margolis, K&E team re same (.5); correspond with AlixPartners re same (.1); review, revise non-K&E professional retention schedules (.5); conference with S. Margolis, K&E team re same (.2); correspond with S. Margolis, K&E team re same (.1); review, revise A&G retention application (1.9); correspond with A&G re same (.1); correspond with S. Margolis, K&E team re same (.3).
05/12/23	Gelareh Sharafi	0.30	Review, revise Kroll 327 retention application.
05/12/23	Charles B. Sterrett	2.40	Review, analyze non-K&E professional retention applications (1.9); correspond with S. Margolis, K&E team re same (.5).
05/12/23	Mary Catherine Young	2.90	Correspond with S. Margolis re JLL retention application (1.4); revise re same (1.0); prepare filing version re same (.5).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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Invoice Number: 1050080216  
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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/14/23	Sarah R. Margolis	4.20	Review, revise JLL agreement (.5); correspond with M. Young re same (.3); review, revise Lazard retention application (.7); correspond with M. Koch re same (.3); review, revise Kroll retention application (.7); correspond with G. Sharafi re same (.3); review, revise Alix retention application (.7); review, revise A&G retention application (.7).
05/14/23	Zak Read	0.20	Correspond with S. Margolis re non-K&E professional retention applications (.1); review same (.1).
05/14/23	Gelareh Sharafi	0.60	Revise Kroll 327 retention application (.3); prepare filing version re same (.3).
05/14/23	Josh Sussberg, P.C.	0.80	Telephone conference with Company re Jefferies retention (.2); correspond re same with C. Nagler and E. Geier (.2); telephone conference with Jefferies re same (.3); follow-up call with M. O'Hara (.1).
05/14/23	Mary Catherine Young	1.20	Review, revise JLL retention application.
05/15/23	Ross J. Fiedler	0.50	Correspond with debtor professionals re ordinary course professional matters (.2); analyze issues re same (.1); correspond with Company re same (.2).
05/15/23	Emily Geier, P.C.	0.40	Correspond with Company, R. Fiedler, K&E team re ordinary course professionals and professional retentions.
05/15/23	Sarah R. Margolis	2.20	Review, revise Lazard retention application (.3); review, revise Kroll retention application (.3); review, revise JLL retention application (.3); review, revise A&G retention application (.3); review, revise Alix retention application (.3); correspond with E. Geier re KPMG retention (.1); correspond with R. Fiedler re same (.2); correspond with debtor professionals re non-K&E professional retention application (.3); correspond with C. Sterrett re same (.1).
05/15/23	Zak Piech	1.30	Revise filing version of Alix retention application (.6); revise filing version of A&G retention application (.5); correspond with S. Margolis re same (.2).
05/15/23	Zak Read	0.20	Review correspondence from S. Margolis, K&E team re retention applications.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Gelareh Sharafi	0.30	Review, revise Kroll 327 retention application and prepare filing version re same.
05/15/23	Charles B. Sterrett	0.80	Review, analyze non-K&E professional retention applications (.6); correspond with S. Margolis, D. Hunter re same (.2).
05/16/23	Emily Geier, P.C.	0.60	Correspond with Company, R. Fiedler, K&E team re OCPs and professional retentions.
05/16/23	Sarah R. Margolis	2.00	Telephone conference with counsel of Grant McCarthy re contingency fee (.2); correspond with proposed debtor professionals re U.S. Trustee objection extension (.3); correspond with Cole Schotz team re same (.1); telephone conference with debtor professional re same (.1); correspond with O. Acuna re parties in interest list (.1); review, revise same (.2); correspond with Z. Piech re ordinary course professionals (.2); review, analyze ordinary course professional declaration (.5); correspond with C. Sterrett re same (.1); correspond with J. Foster re supplemental declaration (.2).
05/16/23	Zak Piech	1.20	Research re ordinary course professional summary statements (.9); correspond with S. Margolis re same (.3).
05/16/23	Mary Catherine Young	0.20	Correspond with S. Margolis re JLL retention application.
05/17/23	Julia R. Foster	0.70	Review supplemental declarations in support of AlixPartners, Deloitte, Kroll 327 and Lazard retention applications.
05/17/23	Susan D. Golden	0.50	Review Cole Schotz list of services for K&E retention application and correspond with O. Acuna re comments to same.
05/17/23	Jacqueline Hahn	1.50	Review supplemental declarations in support of Deloitte, AlixPartners, Kroll 327 and Lazard retention applications.

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Sarah R. Margolis	3.40	Review, revise ordinary course professional order (.2); correspond with Z. Piech, C. Sterrett re same (.2); correspond with Cole Schotz team re same (.1); review, analyze declarations, questionnaires re same (.5); correspond with Z. Piech re ordinary course professional report (.1); review, analyze parties in interest list (.2); correspond with M. Young, O. Acuna re same (.2); review, revise same (.2); draft summary instructions re same (1.5); correspond with ordinary course professionals re same (.1); correspond with KPMG team re same (.1).
05/17/23	Zak Piech	0.70	Research re ordinary course professionals motion revised final order (.2); research re ordinary course summary statement (.5).
05/18/23	Julia R. Foster	0.60	Prepare Kroll 327, Lazard, A&G, Alix and JLL retention orders post-filing.
05/18/23	Sarah R. Margolis	0.40	Correspond with Z. Piech re non-K&E professional retention summary (.2); review, revise same (.1); correspond with M. Sloman re same (.1).
05/18/23	Zak Piech	1.30	Analyze considerations re U.S. Trustee comments to Kroll retention application (.7); correspond with M. Sloman, C. Sterrett re same (.2); revise ordinary course professional summary (.4).
05/18/23	Michael A. Sloman	0.70	Revise Kroll retention order re U.S. Trustee comments (.4); correspond with C. Sterrett, K&E re same (.1); draft revised notice re same (.2).
05/18/23	Charles B. Sterrett	0.30	Review, analyze U.S. Trustee comments to Kroll retention (.2); correspond with Cole Schotz team re same (.1).
05/19/23	Sarah R. Margolis	0.80	Correspond with Z. Piech, M. Sloman re ordinary course professionals (.2); correspond with debtor professional re same (.1); review, revise summary re same (.2); review, analyze correspondence from U.S. Trustee re Kroll re retention application (.2); correspond with M. Sloman re considerations re same (.1).
05/19/23	Zak Piech	0.20	Revise ordinary course professional summary re updates.

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 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/21/23	Zak Piech	0.60	Analyze parties in interest list revisions (.4); correspond with S. Margolis re same (.2).
05/22/23	Sarah R. Margolis	1.10	Telephone conference with Pryor Cashman re ordinary course professional status (.2); correspond with M. Young re JLL retention application considerations (.2); review, analyze declarations re same (.3); telephone conference with C. Pavlovich re same (.2); correspond with M. Sloman re non-K&E professional retention orders (.2).
05/22/23	Mary Catherine Young	0.40	Research precedent re ordinary course professional declarations.
05/23/23	Emily Geier, P.C.	0.30	Correspond with R. Fiedler K&E team re non-K&E professional retentions.
05/23/23	Sarah R. Margolis	2.60	Telephone conference with Perkins Coie re ordinary course professional considerations (.2); correspond with Pryor Cashman team re same (.2); review, analyze declaration re same (.1); review, analyze Bankruptcy Code re same (.1); review ordinary course professional order re same (.3); correspond with Cole Schotz re same (.2); correspond with KPMG team re same (.3); review, revise same (.2); correspond with C. Sterrett re ordinary course professional declarations (.2); correspond with M. Young, M. Koch, K&E team re supplemental declarations (.3); correspond with Z. Read re parties in interest list, schedule (.2); review, revise same (.3).
05/23/23	Zak Read	1.40	Review, revise parties in interest list, schedule re supplemental declarations re non-K&E professionals (.8); correspond with S. Margolis re same (.3); research, analyze case law re same (.3).
05/23/23	Mary Catherine Young	0.20	Correspond with S. Margolis re JLL retention application.
05/24/23	Mike James Koch	0.10	Correspond with Lazard, Fried Frank teams re supplemental declaration considerations.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Sarah R. Margolis	1.60	Review, revise ordinary course professional retention summary (.3); correspond with Z. Read, M. Young re A&G, JLL retention order, U.S. Trustee comments (.6); analyze considerations re same (.5); telephone conference with Kroll re noticing procedures re retention applications (.2).
05/24/23	Zak Read	2.40	Correspond with S. Margolis re supplemental retention declarations (.1); correspond with A&G team re same (.1); correspond with Alix re same (.1); review U.S. Trustee comments to retention orders (.4); draft summary re same (.3); correspond with S. Margolis re same (.1); research, analyze case law re same (.6); correspond with S. Margolis, K&E team re same (.3); review, revise summary re retention applications (.3); correspond with S. Margolis, K&E team re same (.1).
05/25/23	Sarah R. Margolis	2.30	Review, analyze U.S. Trustee comments re non-K&E retention application (.7); review revised orders re same (.3); correspond with Z. Read re same (.2); correspond with Pryor Cashman team re declaration (.2); correspond with Perkins Coie team re same (.2); review, analyze declarations re same (.2); correspond with C. Sterrett re same (.2); correspond with M. Young re revised JLL retention application order (.3).
05/25/23	Zak Read	1.50	Review, revise A&G retention order (.6); correspond with S. Margolis, K&E team re same (.2); correspond with A&G team re same (.2); review, revise summary re non-K&E professional retention applications, orders (.3); correspond with S. Margolis, K&E team re same (.2).
05/25/23	Charles B. Sterrett	0.80	Review, revise retention orders re non-K&E professionals, related documents (.5); correspond with S. Margolis, Cole Schotz team re same (.3).
05/25/23	Mary Catherine Young	0.80	Revise JLL retention application proposed order (.6); correspond with S. Margolis re same (.2).

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 Bed Bath and Beyond Inc.  
 Retention – Non-K&E

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Mike James Koch	0.50	Review, analyze U.S. Trustee comments to Lazard retention application (.4); correspond with M. Sloman, Lazard, Fried Frank teams re same (.1).
05/26/23	Michael A. Sloman	1.10	Telephone conference with A. Tiktin re Grant McCarthy (.1); telephone conference with C. Sterrett re same (.1); research, analyze considerations re same (.5); review U.S. Trustee comments re Lazard retention and correspond with M. Koch re same (.4).
05/27/23	Sarah R. Margolis	0.20	Review correspondence from Cole Schotz re JLL retention (.1); review, analyze U.S. Trustee comments re Lazard application (.1).
05/28/23	Sarah R. Margolis	0.10	Review, analyze correspondence from M. Koch re Lazard retention application.
05/29/23	Zak Piech	0.20	Review, analyze filed ordinary course professional declarations re objection deadline.
05/30/23	Mike James Koch	0.40	Review, analyze U.S. Trustee comments re Lazard retention application (.2); correspond with Lazard, Fried Frank teams re same (.2).
05/30/23	Sarah R. Margolis	2.30	Review, analyze U.S. Trustee comments re Lazard retention application (1.0); correspond with Cole Schotz team re retention orders, U.S. Trustee comments (.2); correspond with M. Young, K&E team re same (.4); telephone conference with Pryor Cashman re declaration, order (.2); review, analyze ordinary course professional declaration, questionnaires (.5).
05/30/23	Zak Piech	1.40	Review, analyze ordinary course professional declarations (.6); revise summary re same (.4); correspond with S. Margolis re same (.2); correspond with S. Margolis re Kroll retention order (.2).
05/30/23	Zak Read	0.30	Review, revise amended A&G retention order (.2); correspond with S. Margolis, K&E team re same (.1).
05/30/23	Gelareh Sharafi	0.30	Prepare filing version for Kroll 327 retention application re amended order and correspond with S. Margolis re same.
05/30/23	Mary Catherine Young	0.20	Correspond with S. Margolis re JLL retention proposed order.

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080216

Bed Bath and Beyond Inc.

Matter Number:

53510-23

Retention – Non-K&amp;E

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Ross J. Fiedler	0.30	Correspond with Z. Piech, K&E team re ordinary course professionals.
05/31/23	Sarah R. Margolis	0.40	Correspond with R. Fiedler, Z. Piech re ordinary course professional supplement (.1); review same (.2); correspond with Company re same (.1).
05/31/23	Zak Piech	2.40	Research re ordinary course professional supplements (.4); draft same (1.4); revise same (.6).
05/31/23	Michael A. Sloman	0.10	Telephone conference with Z. Piech re Grant McCarthy retention application.
<b>Total</b>		<b>192.20</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080217**

**Client Matter: 53510-24**

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**In the Matter of Vendor Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 62,477.50

Total legal services rendered

\$ 62,477.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Olivia Acuna	10.10	995.00	10,049.50
Ross J. Fiedler	12.70	1,245.00	15,811.50
Max M. Freedman	0.20	885.00	177.00
Emily Geier, P.C.	11.20	1,495.00	16,744.00
Noelle M. Howard	4.40	735.00	3,234.00
Derek I. Hunter	3.60	1,375.00	4,950.00
Nisha Kanchanapoomi, P.C.	2.00	1,795.00	3,590.00
Sarah R. Margolis	1.60	995.00	1,592.00
Christian O. Nagler, P.C.	0.50	2,045.00	1,022.50
Michael A. Sloman	0.10	885.00	88.50
Mary Catherine Young	7.10	735.00	5,218.50
<b>TOTALS</b>	<b>53.50</b>		<b>\$ 62,477.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Olivia Acuna	2.90	Analyze vendor inbounds (.7); correspond with Company re same (.4); correspond with R. Fiedler, K&E team re same (.5); correspond with vendors re critical lien claim motion (.4); analyze precedent trade agreements (.9).
05/01/23	Ross J. Fiedler	2.50	Correspond with O. Acuna, K&E team, Company re vendor inquiries (2.0); analyze issues re same (.5).
05/01/23	Emily Geier, P.C.	2.10	Correspond with D. Hunter, K&E team re vendor agreements and related issues.
05/01/23	Mary Catherine Young	2.00	Review correspondence to vendors re vendor inquiries (.3); revise vendors outreach summary (.5); draft, revise vendor contract termination agreement (1.2).
05/02/23	Olivia Acuna	0.20	Correspond with C. Street re vendor communications.
05/02/23	Olivia Acuna	0.30	Telephone conference with R. Young re vendor inbound.
05/02/23	Ross J. Fiedler	1.50	Review, analyze vendor issues (1.0); correspond with Company, O. Acuna, K&E team and third parties re same (.5).
05/02/23	Derek I. Hunter	0.20	Correspond with R. Fiedler, K&E team, Cole Schotz team re vendor second day resolutions.
05/03/23	Olivia Acuna	2.40	Video conference with Company re vendors (.2); video conference with Company, vendor re delivery of goods (.4); conference with R. Fiedler re delivery of goods (.5); review, revise terms re same (.7); correspond with Company re same (.6).
05/03/23	Ross J. Fiedler	2.30	Telephone conferences with Company, O. Acuna and K&E team re vendor matters (.5); review, analyze issues re same (.5); correspond with Company and Company advisors re same (.5); analyze, revise agreement re vendor issues (.5); telephone conferences with Company, O. Acuna and K&E team re same (.3).
05/03/23	Mary Catherine Young	0.80	Review, analyze correspondence re vendor inquiries (.4); correspond with Company, Alix teams re same (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Ross J. Fiedler	2.30	Telephone conferences with Company, D. Hunter and K&E team re vendor matters (.5); review, analyze issues re same (.5); correspond with Company and Company advisors re same (.5); telephone conferences with vendor re vendor issues (.4); review, revise motion to compel (.4).
05/04/23	Noelle M. Howard	0.30	Telephone conference with vendor re vendor claims inquiry.
05/04/23	Mary Catherine Young	0.30	Review, analyze correspondence re vendor inquiries (.2); correspond with Company re same (.1).
05/05/23	Olivia Acuna	1.40	Correspond with C Street re vendor communications (.3); analyze materials re same (.5); video conference with C Street re communications with vendors (.6).
05/05/23	Emily Geier, P.C.	2.70	Correspond with Company, D. Hunter, K&E team re vendor agreements and related issues.
05/05/23	Mary Catherine Young	0.30	Review, analyze correspondence re vendor inquiry (.1); correspond with Company, AlixPartners team re same (.2).
05/08/23	Emily Geier, P.C.	2.10	Correspond with Company, D. Hunter, K&E team re vendor agreements and related issues.
05/08/23	Noelle M. Howard	0.60	Correspond with Company and Hilco advisors re vendor requests (.4); update vendor outreach summary (.2).
05/08/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team, Company re vendor outreach and resolutions.
05/08/23	Mary Catherine Young	0.30	Correspond with Company re Afterpay termination agreement.
05/09/23	Derek I. Hunter	1.40	Correspond with R. Fiedler, K&E team, Cole Schotz team re vendor second day resolutions.
05/10/23	Max M. Freedman	0.20	Correspond with Osler team re foreign vendor contract issue.
05/10/23	Derek I. Hunter	0.40	Correspond with R. Fiedler, K&E team, Company re vendor outreach and resolutions.
05/10/23	Mary Catherine Young	1.20	Update, revise vendor inbound communication summary.
05/11/23	Olivia Acuna	0.50	Correspond with C Street team re vendor communications.

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 Bed Bath and Beyond Inc.  
 Vendor Matters

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Invoice Number: 1050080217  
 Matter Number: 53510-24

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Ross J. Fiedler	1.00	Correspond with Company, O. Acuna, K&E team, Alix team and third parties re vendor issues (.5); analyze same (.5).
05/11/23	Derek I. Hunter	0.60	Correspond with R. Fidler, K&E team, Company re vendor outreach and resolutions.
05/11/23	Mary Catherine Young	0.40	Correspond with vendors re shipping issue.
05/12/23	Ross J. Fiedler	0.70	Correspond with Company, D. Hunter, K&E team re vendor issues (.5); analyze same (.2).
05/12/23	Emily Geier, P.C.	0.70	Correspond with Company, D. Hunter, K&E team re vendor agreements and related issues.
05/12/23	Derek I. Hunter	0.50	Correspond with R. Fiedler, K&E team, Company re vendor outreach and resolutions.
05/12/23	Mary Catherine Young	0.30	Review, analyze vendor termination agreement (.2); correspond with R. Fiedler re same (.1).
05/13/23	Noelle M. Howard	1.00	Revise lienholders final order (.8); correspond with O. Acuna re same (.2).
05/15/23	Olivia Acuna	0.20	Revise Lienholders order.
05/15/23	Mary Catherine Young	0.40	Revise vendor termination agreement (.3); correspond with R. Fiedler re same (.1).
05/16/23	Emily Geier, P.C.	0.40	Correspond with vendors re inquiries.
05/16/23	Derek I. Hunter	0.20	Correspond with R. Fiedler, K&E team, Company re vendor outreach and resolutions.
05/16/23	Sarah R. Margolis	0.10	Correspond with D. Hunter, R. Fiedler re vendor.
05/17/23	Ross J. Fiedler	1.00	Correspond with Company, O. Acuna, K&E team re vendor termination agreement (.2); review, revise termination agreement re same (.2); correspond with Proskauer, Alix teams re vendor matters (.3); analyze issues re same (.3).
05/17/23	Noelle M. Howard	0.30	Revise lienholders final order.
05/17/23	Sarah R. Margolis	1.00	Review, analyze vendor engagement letter (.4); review, analyze precedent re vendor engagement (.2); correspond with R. Fielder, D. Hunter re same (.2); correspond with A. Lullo re same (.2).
05/17/23	Mary Catherine Young	0.30	Revise vendor termination agreement (.2); correspond with R. Fiedler re same (.1).
05/18/23	Olivia Acuna	0.30	Conference with N. Howard re lienholders motion.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Olivia Acuna	0.80	Correspond with N. Howard re vendor inquiry (.2); analyze vendor service agreement (.6).
05/18/23	Noelle M. Howard	0.40	Correspond with C. Sterrett, Alix team re vendor requests.
05/18/23	Noelle M. Howard	0.30	Revise lienholders final order.
05/18/23	Michael A. Sloman	0.10	Telephone conference with vendor counsel re payment status.
05/19/23	Olivia Acuna	0.60	Correspond with N. Howard re vendor questions re payment (.4); analyze correspondence from vendors (.2).
05/19/23	Emily Geier, P.C.	0.30	Correspond with vendors re vendor inquiries.
05/22/23	Olivia Acuna	0.30	Conference with N. Howard re lienholders order.
05/22/23	Noelle M. Howard	0.60	Revise lienholders order (.2); correspond with Alix team re budget (.4).
05/22/23	Mary Catherine Young	0.80	Correspond with R. Fiedler, Company re Afterpay termination agreement (.5); conference with the Company re same (.3).
05/23/23	Emily Geier, P.C.	0.90	Correspond with vendors re inquiries (.4); correspond and conference with Company re vendor enforcement and settlement matters (.5).
05/23/23	Noelle M. Howard	0.40	Correspond with Alix team re lienholder order and budget (.2); revise same (.2).
05/23/23	Nisha Kanchanapoomi, P.C.	2.00	Correspond and telephone conference re vendor financing (1.5); draft, revise term sheet re same (.5).
05/23/23	Christian O. Nagler, P.C.	0.50	Correspond with Company re vendor financing.
05/24/23	Olivia Acuna	0.20	Analyze vendor correspondence re inquiries from vendors.
05/24/23	Ross J. Fiedler	0.80	Correspond with vendor counsel re vendor issues (.3); telephone conference with vendor counsel re same (.3); analyze issues re same (.2).
05/25/23	Emily Geier, P.C.	0.80	Conference with Company re vendor enforcement and settlement matters (.5); correspond with Company re same (.3).
05/26/23	Emily Geier, P.C.	0.80	Conference with vendors re inquiries and rent of funds.
05/26/23	Noelle M. Howard	0.50	Revise lienholders final order (.2); correspond with Alix re same (.3).

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080217

Bed Bath and Beyond Inc.

Matter Number:

53510-24

Vendor Matters

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Ross J. Fiedler	0.60	Correspond with vendor re lift stay stipulation (.4); analyze issues re same (.2).
05/30/23	Sarah R. Margolis	0.20	Correspond with counsel to vendor re contract extension (.1); correspond with C. Sterret re same (.1).
05/31/23	Emily Geier, P.C.	0.40	Correspond with vendors re inquiries.
05/31/23	Sarah R. Margolis	0.30	Conference with counsel for vendor re prepetition claim (.2); correspond with Alix team re same (.1).
<b>Total</b>		<b>53.50</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080218**

**Client Matter: 53510-25**

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**In the Matter of Litigation**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 505,653.00

Total legal services rendered

\$ 505,653.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Amie Marie Bauer	49.80	1,080.00	53,784.00
Lindsey Beran	23.10	1,415.00	32,686.50
Alex Blaznik	0.20	995.00	199.00
Janet Bustamante	47.70	395.00	18,841.50
Seth Cohen	10.10	985.00	9,948.50
Sydney Corry	5.90	985.00	5,811.50
Uzo Dike	1.60	515.00	824.00
Ross J. Fiedler	10.50	1,245.00	13,072.50
Patrick Forte	19.60	985.00	19,306.00
Emily Geier, P.C.	25.10	1,495.00	37,524.50
Richard U. S. Howell, P.C.	13.10	1,620.00	21,222.00
Derek I. Hunter	4.00	1,375.00	5,500.00
Nisha Kanchanapoomi, P.C.	0.60	1,795.00	1,077.00
Jacquelyn M. Kasulis, P.C.	31.10	1,835.00	57,068.50
Jackson Kennedy	26.30	850.00	22,355.00
Song Lin	29.50	515.00	15,192.50
Allison Lullo	24.10	1,410.00	33,981.00
Casey McGushin	24.60	1,415.00	34,809.00
Alex D. Pappas	5.10	985.00	5,023.50
William T. Pruitt	1.20	1,550.00	1,860.00
Zak Read	1.30	735.00	955.50
Christine Shang	76.30	1,215.00	92,704.50
Noah Z. Sosnick	1.10	995.00	1,094.50
David G. Strecker	16.10	850.00	13,685.00
Josh Sussberg, P.C.	0.40	2,045.00	818.00
Baya Yantren	4.90	985.00	4,826.50
Rachel Young	1.50	735.00	1,102.50
Snow Yuan	0.80	475.00	380.00
<b>TOTALS</b>	<b>455.60</b>		<b>\$ 505,653.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Lindsey Beran	0.80	Conference with A. Lullo re claims investigation next steps (.5); correspond with J. Kennedy re claims investigation (.3).
05/01/23	Jackson Kennedy	2.70	Review, analyze SEC filings re claims investigations (2.0); draft summary re same (.7).
05/01/23	Allison Lullo	0.30	Correspond with J. Kasulis, L. Beran re case strategy.
05/02/23	Lindsey Beran	1.70	Correspond with J. Kasulis, A. Lullo re document collection strategy (.5); correspond with Cole Schotz team re initial document collection (.2); conference with C. Flaton, P. Corrie, J. Foster re claims investigation status and outstanding requests (.5); review, analyze strategy re board coordination, document review (.5).
05/02/23	Janet Bustamante	6.80	Compile and organize litigation material for attorney review (3.0); analyze, re same (3.8).
05/02/23	Ross J. Fiedler	1.30	Telephone conference with D. Hunter, K&E team re adversary proceeding, contested issues (.5); review, analyze adversary proceeding pleadings (.4); correspond with plaintiff's lawyer, Company, Company counsel re same (.4).
05/02/23	Derek I. Hunter	1.00	Telephone conference with R. Howell, K&E team, Company re adversary proceedings, second day hearing issues (.5); review, analyze litigation complaints (.5).
05/02/23	Jacquelyn M. Kasulis, P.C.	1.10	Conference with E. Geier re case timeline, claims investigation (.8); conference with L. Beran re claims investigation developments (.3).
05/02/23	Jackson Kennedy	3.70	Review, analyze SEC filings re claims investigation.
05/02/23	Allison Lullo	0.60	Correspond with L. Beran re matter strategy and next steps.
05/02/23	Casey McGushin	0.60	Telephone conference with R. Howell, K&E team re second day hearing preparation.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/02/23	Zak Read	0.90	Review, analyze Cohen adversary complaint (.3); conference with E. Geier, K&E team re adversary proceedings, related considerations (.6).
05/02/23	David G. Strecker	2.10	Draft scoping interview outline (1.6); research re same (.5).
05/03/23	Lindsey Beran	1.00	Conference with J. Kasulis, A. Lullo re claims investigation (.5); telephone conference with W. Usatine, Cole Schotz team re document collection, next steps (.5).
05/03/23	Janet Bustamante	7.80	Compile and organize litigation material for attorney review (3.9); analyze re same (3.9).
05/03/23	Seth Cohen	0.70	Analyze maritime complaint and related research (.4); conference with team re strategy (.3).
05/03/23	Ross J. Fiedler	0.60	Correspond with R. Howell, K&E team re maritime litigation issues (.3); review, analyze issues re same (.3).
05/03/23	Emily Geier, P.C.	3.90	Research re certain claims and causes of action (2.7); telephone conference with D. Hunter, K&E team re same and other litigation matters (1.2).
05/03/23	Richard U. S. Howell, P.C.	0.50	Analyze and comment on draft pleadings.
05/03/23	Jacquelyn M. Kasulis, P.C.	1.00	Conference with A. Lullo, L. Beran re latest claims investigation developments (.5); telephone conference with Cole Schotz team re claims investigation coordination (.5).
05/03/23	Jackson Kennedy	0.80	Review, analyze SEC filings re claims investigation (.3); draft summary of SEC filings (.3); correspond with L. Beran re same (.2).
05/03/23	Allison Lullo	0.70	Analyze board materials (.4); revise scoping outline (.3).
05/03/23	Josh Sussberg, P.C.	0.30	Review maritime complaint and correspond re same.
05/04/23	Lindsey Beran	1.50	Correspond with, Company re claims investigation, next steps (.2); review responsive documents, SEC filings re company chronology (1.0); correspond with A. Lullo re witness interview, witness outline (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/04/23	Janet Bustamante	4.90	Compile and organize litigation material for attorney team review (3.9); analyze re same (1.0).
05/04/23	Sydney Corry	1.10	Correspond with B. Yantren re board materials review (.4); review board materials re claims investigation (.7).
05/04/23	Ross J. Fiedler	1.00	Telephone conference with Company advisors re maritime litigation, related issues (.5); correspond with Z. Read re same (.1); analyze issues re same (.4).
05/04/23	Patrick Forte	1.70	Review, analyze claims investigation work plan (.4); review, analyze declaration of H. Etlin re company background (.7); review, analyze chronology of SEC filing statements re claims investigation (.6).
05/04/23	Patrick Forte	1.30	Draft chart summary re Board material programs.
05/04/23	Emily Geier, P.C.	1.30	Review draft motion to compel (.4); correspond with Company, R. Fiedler, K&E team re same (.9).
05/04/23	Derek I. Hunter	0.20	Review, analyze litigation complaints (.1); correspond with R. Fiedler, K&E team, company re same (.1).
05/04/23	Jackson Kennedy	0.70	Review, analyze L. Beran summary re SEC chronology, claims investigation follow-up (.2); correspond with L. Beran re prior share repurchase authorizations (.4); correspond with J. Kasulis re SEC chronology (.1).
05/04/23	Allison Lullo	0.90	Review SEC filings chronology (.6); correspond with J. Bustamante re document collection (.2); correspond with B. Yantren, K&E team re board material review (.1).
05/04/23	Noah Z. Sosnick	1.10	Review and revise motion to compel (.8); correspond with K&E team re same (.3).
05/04/23	Josh Sussberg, P.C.	0.10	Correspond with various parties re maritime lawsuit.
05/05/23	Lindsey Beran	1.00	Correspond with A. Lullo re director interview (.5); interview independent director (.5).
05/05/23	Janet Bustamante	4.00	Review, analyze case materials re background (2.1); prepare for upcoming document review (1.4); review and process documents into case-related databases (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/05/23	Ross J. Fiedler	0.50	Telephone conference with E. Geier, K&E team re litigation issues.
05/05/23	Patrick Forte	1.20	Draft chart summary of Board material discussion re programs.
05/05/23	Emily Geier, P.C.	0.80	Review adversary complaint (.4); correspond with D. Hunter, K&E team re same (.4).
05/05/23	Richard U. S. Howell, P.C.	0.30	Correspond with C. McGushin, S. Cohen re open litigation issues.
05/05/23	Jacquelyn M. Kasulis, P.C.	5.20	Review, analyze SEC filings re share programs (3.9); research re same (1.3).
05/05/23	Song Lin	1.80	Coordinate preparation of Company documents for review (1.5); correspond with B. Yantren re same (.3).
05/05/23	Allison Lullo	2.60	Review SEC filings re claims investigation (1.6); conduct scoping interview with company employee (.7); correspond with L. Beran re case strategy and next steps (.3).
05/05/23	Casey McGushin	0.80	Draft protective order.
05/05/23	Alex D. Pappas	0.30	Review and analyze documents re project assessment (.2); correspond with B. Yantren re same (.1).
05/05/23	David G. Strecker	3.50	Attend scoping interview of J. Crossen and take notes re same (.8); revise notes re same (.6); draft summary re same (.4); review, analyze Board materials re same (1.7).
05/05/23	Baya Yantren	2.70	Analyze documents re claims investigation and draft correspondence to A. Lullo re same (1.3); coordinate with team re document review (1.4).
05/06/23	Ross J. Fiedler	0.30	Correspond with C. McGushin, K&E team re adversary proceeding, related issues.
05/06/23	Patrick Forte	0.30	Draft chart summary re board material discussion of programs for claims investigation.
05/07/23	Patrick Forte	1.80	Revise summary re claims investigation update.
05/07/23	Alex D. Pappas	1.00	Review, analyze board materials re claims investigation (.7); draft summary re same (.3).
05/08/23	Lindsey Beran	0.50	Correspond with A. Lullo re document custodians, next steps for document review.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/08/23	Janet Bustamante	2.40	Review case materials re case background, claims investigation (.3); review, process documents into case-related databases (2.1).
05/08/23	Sydney Corry	1.40	Review board materials re responsiveness to claims investigation (1.2); coordinate with B. Yantren re document review process (.2).
05/08/23	Uzo Dike	0.10	Correspond with C. McGushin re assignments.
05/08/23	Patrick Forte	5.30	Revise summary re claims investigation update.
05/08/23	Jackson Kennedy	0.40	Review, analyze board materials (.3); correspond with B. Yantren re same (.1).
05/08/23	Song Lin	1.30	Prepare, organize Committee documents for review (.3); correspond with B. Yantren re same (.1); coordinate preparation of public articles for review (.9).
05/08/23	Allison Lullo	1.60	Correspond with L. Beran, K&E team, and Company re data collection, document review.
05/08/23	William T. Pruitt	0.20	Review, analyze preservation of insurance rights (.1); correspond with broker and Company re same (.1).
05/08/23	David G. Strecker	0.20	Summarize claims investigation update.
05/09/23	Amie Marie Bauer	3.30	Conference with C. McGushin re case status (.5); correspond with C. McGushin re same (.2); correspond with C. McGushin, C. Shang re second day hearing, next steps (.4); review and analyze Etlin and Kurtz declarations (2.2).
05/09/23	Lindsey Beran	0.60	Correspond with J. Kasulis, A. Lullo re status, next steps (.2); conference with C. Flaton, P. Corrie, J. Foster re claims investigation status, outstanding requests (.4).
05/09/23	Janet Bustamante	1.40	Review, analyze case materials re upcoming discovery requests (.9); review and process documents into case-related databases (.5).
05/09/23	Jacquelyn M. Kasulis, P.C.	0.80	Telephone conference with disinterested directors re claims investigation developments (.3); telephone conference with A. Lullo, L. Beran re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/09/23	Song Lin	1.50	Prepare Board materials for review (.8); correspond with B. Yantren re same (.3); prepare key documents chronology re same (.4).
05/09/23	Allison Lullo	1.40	Telephone conference with J. Kasulis, L. Beran re matter status, next steps (.5); telephone conference with R. Jareck re document collection (.1); correspond with L. Beran, K&E team re document review matters (.8).
05/09/23	Allison Lullo	0.30	Telephone conference with L. Beran, directors re matter status and next steps.
05/09/23	Casey McGushin	0.90	Telephone conference with A. Bauer, C. Shang re case background (.5); telephone conference with A. Bauer re case update (.4).
05/09/23	Alex D. Pappas	0.10	Correspond with A. Lullo re Perkins Coie documents.
05/09/23	Zak Read	0.40	Conference with E. Geier, K&E team re potentially contested matters, related considerations.
05/09/23	David G. Strecker	2.30	Draft document review protocol.
05/10/23	Lindsey Beran	1.40	Correspond with A. Lullo re outstanding assignments re board materials review, SEC, public statements review (.5); correspond with J. Kennedy re review of SEC materials (.4); correspond with J. Kasulis re status of document requests (.2); review, analyze correspondence re document review (.1); coordinate outstanding tasks across team (.2).
05/10/23	Janet Bustamante	2.40	Review case materials re upcoming document reviews (1.7); review and process documents into case-related databases (.7).
05/10/23	Sydney Corry	0.70	Coordinate document review (.5); conference with P. Forte, K&E team re board review materials (.2).
05/10/23	Ross J. Fiedler	0.60	Telephone conference with C. Sterrett, K&E team re objections, next steps.
05/10/23	Patrick Forte	0.20	Conference with B. Yantren; S. Corry, J. Kennedy, D. Strecker, A. Pappas re analysis of Board materials.
05/10/23	Patrick Forte	2.90	Review and analyze audit committee materials re factual development.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/10/23	Emily Geier, P.C.	1.20	Correspond with D. Hunter, K&E team re active litigation matters (.4); review analyze considerations re same (.8).
05/10/23	Derek I. Hunter	0.60	Review, analyze litigation complaints (.3); correspond with O. Acuna, K&E team, Company re same (.3).
05/10/23	Jacquelyn M. Kasulis, P.C.	3.40	Review and analyze board of director materials re document review.
05/10/23	Jackson Kennedy	0.70	Telephone conference with S. Corry, K&E team re document review (.2); review, analyze document summaries (.2); review, analyze SEC statements re claims investigation (.3).
05/10/23	Song Lin	1.80	Conference with Company, A. Lullo re document sources (.6); coordinate preparation of public articles for review (1.2).
05/10/23	Allison Lullo	2.40	Conference with L. Beran, S. Lin, and Company re data collection (.6); correspond with J. Kennedy, K&E team re chronology of events (.9); correspond with L. Beran re custodians, document collections (.9).
05/10/23	Alex D. Pappas	0.30	Conference with B. Yantren, K&E team re document review findings.
05/10/23	Christine Shang	0.50	Review, analyze background materials, including H. Etlin's declaration in support of motion (.2); review and analyze D. Kurtz's declaration re same (.3).
05/10/23	David G. Strecker	1.60	Telephone conference re document review of Board materials (.5); review produced documents and analyze same re audit committee materials (1.1).
05/10/23	Baya Yantren	1.20	Telephone conference with S. Corry, K&E team re document review (.2); draft, revise summary re document review conclusions (.5); draft, revise document summary (.5).
05/11/23	Lindsey Beran	0.40	Conference with A. Lullo, K&E team re next steps and status.
05/11/23	Janet Bustamante	2.50	Review case materials re preparation for upcoming document review (.9); review and process documents into case-related databases (1.6).
05/11/23	Seth Cohen	0.70	Review Sinclair properties suit (.5); draft, revise summary re same (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Sydney Corry	1.20	Review documents re committee materials to determine discussions re claims investigation.
05/11/23	Patrick Forte	0.40	Conference with A. Lullo, K&E team re analysis of board, audit committee documents, claims investigation status.
05/11/23	Derek I. Hunter	0.50	Review analyze litigation complaints (.4); correspond with R. Fiedler, K&E team, company re same (.1).
05/11/23	Jacquelyn M. Kasulis, P.C.	0.50	Correspond with A. Lullo, K&E team, Perkins Coie re access to claims investigation files.
05/11/23	Jackson Kennedy	2.50	Review produced documents (1.8); research re claims investigation (.7).
05/11/23	Song Lin	1.50	Conference with A. Lullo re case collection strategy, review process (.5); review, revise collection (.7); coordinate review of public articles (.3).
05/11/23	Allison Lullo	1.30	Conference with L. Beran, K&E team re matter status and next steps (.5); correspond with L. Beran, K&E team re document review matters (.8).
05/11/23	William T. Pruitt	1.00	Correspond with insurer re insurance issues (.2); review, analyze pending claims and insurance issues (.3); correspond with D. Hunter, K&E team re same (.2); correspond with Company re pending claims (.3).
05/11/23	David G. Strecker	2.70	Review produced documents of audit committee materials.
05/12/23	Jacquelyn M. Kasulis, P.C.	0.50	Telephone conference with Perkins Coie re access to claims investigation file (.3); correspond with A. Lullo, K&E team re same (.2).
05/13/23	Jackson Kennedy	0.40	Review produced documents of audit committee materials.
05/14/23	Patrick Forte	2.80	Review, analyze public representations re factual development.
05/15/23	Seth Cohen	2.00	Research 16(a) derivative claims.
05/15/23	Ross J. Fiedler	0.20	Correspond with R. Howell, C. McGushin re litigation matters.
05/15/23	Patrick Forte	0.50	Review and analyze public representations for factual development purposes.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/15/23	Jackson Kennedy	1.30	Review produced documents of audit committee materials.
05/15/23	Alex D. Pappas	0.80	Review, analyze public documents re claims investigation.
05/15/23	Christine Shang	0.30	Review, analyze declaration of H. Etlin in support of Chapter 11 petitions and first day motions re case overview.
05/15/23	David G. Strecker	1.40	Review, analyze public statements/materials re claims investigation-related topics.
05/16/23	Lindsey Beran	0.90	Review, revise talking points re disinterested directors meeting (.2); correspond with A. Lullo and J. Kasulis re claims investigation updates (.2); telephone conference with C. Flaton, P. Corrie, J. Foster, Cole Schotz re claims investigation (.5).
05/16/23	Seth Cohen	0.50	Conference with D. Hunter, K&E team re 16c cause of action.
05/16/23	Ross J. Fiedler	0.50	Telephone conference with C. McGushin, K&E team re Section 16(c) cause of action (.3); prepare for same (.2).
05/16/23	Jacquelyn M. Kasulis, P.C.	3.70	Telephone conference with A. Lullo, K&E team re claims investigation developments (.6); prepare for status update with the disinterested directors (.4); participate in same (.4); review, analyze chronology meeting minutes and supporting documents re claims investigation (2.3).
05/16/23	Jackson Kennedy	2.20	Research re claims investigation (1.7); review and analyze same (.5).
05/16/23	Song Lin	0.50	Prepare key documents chronology of claims investigation documents.
05/16/23	Allison Lullo	1.30	Draft talking points for director meeting (.2); conference with J. Kasulis, L. Beran re claims investigation, next steps (.3); conference with J. Kasulis, L. Beran, and directors re matter status (.2); correspond with J. Kasulis, K&E team re document review matters (.6).
05/16/23	Casey McGushin	0.50	Telephone conference with R. Fiedler, K&E team re section 16 claims (.3); review, analyze materials re production to UCC (.2).
05/16/23	Alex D. Pappas	0.30	Conference with B. Yantren, K&E team re document review findings.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/16/23	David G. Strecker	0.40	Telephone conference with J. Kasulis, K&E team re document review analysis.
05/16/23	Baya Yantren	1.00	Organize, review re PC memoranda (.7); conference re previous document review (.3).
05/17/23	Lindsey Beran	0.60	Review, revise document review protocol (.4); correspond with A. Lullo re same (.2).
05/17/23	Janet Bustamante	2.50	Review, analyze case materials re upcoming discovery requests (1.1); review and process documents into case databases (1.4).
05/17/23	Sydney Corry	1.50	Review meeting minutes to determine discussions re claims investigation.
05/17/23	Ross J. Fiedler	0.30	Correspond with C. McGushin, S. Cohen re litigation matters.
05/17/23	Patrick Forte	1.20	Draft summary of employee and board member interviews.
05/17/23	Emily Geier, P.C.	1.40	Correspond with Company, D. Hunter, K&E team re litigation matters (.6); research issues re same (.8).
05/17/23	Jacquelyn M. Kasulis, P.C.	1.30	Review, analyze chronology of Board of Director meeting minutes re claims investigation (1.2); conference with D. Hunter re claims investigation developments (.1).
05/17/23	Jackson Kennedy	1.20	Research re claims investigation (.2); review, analyze proxy statements re claims investigation (1.0).
05/17/23	Song Lin	1.20	Prepare key documents chronology of Committee documents (1.0); correspond with J. Kennedy, K&E team re same (.2).
05/17/23	Allison Lullo	0.60	Correspond with L. Beran, K&E team and Company re document collection matters.
05/17/23	Alex D. Pappas	0.80	Review, analyze, and prepare summaries of Perkins memoranda.
05/18/23	Amie Marie Bauer	0.40	Conference with C. McGushin, K&E team re responding to requests.
05/18/23	Lindsey Beran	0.20	Review, analyze outstanding document review tasks (.1); correspond with A. Lullo re same (.1).
05/18/23	Janet Bustamante	2.50	Correspond with C. McGushin, K&E team re attorney document requests for fact development work (.6); review and process documents into case databases (1.9).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Seth Cohen	2.00	Research re case law re 16(a) direct/derivative claims (1.5); conference with J. Gerber team re 30(b)(6) (.5).
05/18/23	Ross J. Fiedler	1.00	Telephone conference with E. Geier, K&E team re 30(b)(6) issues (.5); correspond with advisors re same (.3); correspond with C. McGushin re litigation matters (.2).
05/18/23	Emily Geier, P.C.	2.30	Review RFPs and 30(b)(6) notice (.8); correspond with R. Fiedler, K&E team re same (.6); telephone conference with R. Fiedler, K&E team re same (.5); correspond with directors re same (.4).
05/18/23	Jackson Kennedy	4.60	Research re claims investigation (.3); review, analyze proxy statements re same (2.0); draft summary re same (1.9); correspond with L. Beran re same (.4).
05/18/23	Allison Lullo	1.40	Conference with L. Beran re litigation status and next steps (.3); correspond with L. Beran re document collection and review matters (.8); revise document review protocol (.3).
05/18/23	Casey McGushin	0.90	Telephone conference with C. Shang, K&E team re discovery from UCC (.4); coordinate collection and production of documents in connection with requests from UCC (.5).
05/18/23	Alex D. Pappas	0.60	Revise summaries re interview memoranda.
05/18/23	Christine Shang	0.40	Telephone conference with C. McGushin, K&E team re response to requests for production.
05/18/23	Christine Shang	0.10	Correspond with C. McGushin, K&E team re responses to requests for production and document collection.
05/18/23	Christine Shang	0.30	Analyze UCC request re production (.1); analyze corporate representative deposition notice re same (.1); analysis transfers and agreements (.1).
05/19/23	Lindsey Beran	1.50	Telephone conference with A. Greenspan, L. Arthur re claims investigation matters (.6); confer with A. Lullo, K&E team re same (.3); review, revise summaries re SEC filings and proxy statements (.6).
05/19/23	Janet Bustamante	1.00	Review, process documents into case databases.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/23	Ross J. Fiedler	0.40	Correspond with C. McGushin, K&E team re discovery issues.
05/19/23	Emily Geier, P.C.	0.70	Correspond with R. Fiedler re discovery issues (.3); telephone conference with Company, R. Fiedler, K&E team re litigation discovery (.4).
05/19/23	Jackson Kennedy	0.70	Correspond with B. Yantren re discovery notes (.1); telephone conference with A. Lullo re Perkins Coie claims investigation readout (.5); draft notes re same and correspond with A. Lullo re same (.1).
05/19/23	Song Lin	1.30	Coordinate preparation of Company documents for review.
05/19/23	Allison Lullo	1.20	Attend investigative readout (.5); correspond with J. Kennedy re document collection (.4) review issues re same (.3).
05/19/23	Alex D. Pappas	0.40	Review, analyze Company's public documents.
05/19/23	Christine Shang	0.50	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.4); review, analyze materials for production re tagging for batch eleven documents (.1).
05/19/23	Christine Shang	0.80	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.7); review, analyze materials for production re tagging for batch eight documents (.1).
05/19/23	Christine Shang	0.90	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.6); review review, analyze materials for production re tagging for batch five documents (.3).
05/19/23	Christine Shang	0.80	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.6); review, analyze materials for production re tagging for batch nine documents (.2).
05/19/23	Christine Shang	0.80	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.6); review, analyze materials for production re tagging for batch six documents (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/19/23	Christine Shang	0.30	Analyze data collection re request for production (.2); correspond with A. Bauer, K&E team re same (.1).
05/19/23	Christine Shang	1.50	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re UCC requests for production (.9); review, analyze materials for production re tagging for batch two documents (.6).
05/19/23	Christine Shang	1.10	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re to UCC requests for production (.7); review, analyze materials for production re tagging for batch seven documents (.4).
05/19/23	Christine Shang	1.10	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re to UCC requests for production (.9); review, analyze materials for production re tagging for batch four documents (.2).
05/19/23	Christine Shang	0.40	Draft litigation hold re bankruptcy proceedings.
05/20/23	Amie Marie Bauer	0.50	Review DIP correspondence re relevance, privilege, confidentiality.
05/20/23	Amie Marie Bauer	0.20	Correspond with C. Shang re privilege and confidentiality tagging of DIP correspondence.
05/20/23	Richard U. S. Howell, P.C.	0.50	Review correspondence re ongoing discovery issues (.3); review correspondence from E. Geier, K&E team re potential litigation issues (.2).
05/20/23	Casey McGushin	1.10	Review documents for responsiveness and privilege.
05/20/23	Christine Shang	0.80	Analyze K&E correspondence with counsel at Proskauer and Davis Polk re to UCC requests for production (.7); review, analyze materials for production re tagging for batch ten documents (.1).
05/20/23	David G. Strecker	1.60	Update document review protocol re L. Beran, A. Lullo comments.
05/21/23	Amie Marie Bauer	1.50	Review DIP correspondence re relevance, privilege, and confidentiality.
05/21/23	Richard U. S. Howell, P.C.	0.30	Review correspondence from C. McGushin, K&E team re document collection and review.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Amie Marie Bauer	0.50	Correspond with C. Shang re processing of board documents, privilege coding.
05/22/23	Amie Marie Bauer	4.00	Review board documents re privilege and responsiveness.
05/22/23	Amie Marie Bauer	0.20	Conference with R. Fiedler, K&E team re UCC discovery requests and corporate representative topics.
05/22/23	Amie Marie Bauer	0.30	Direct processing of lien documents, credit agreement and DIP documents.
05/22/23	Amie Marie Bauer	0.50	Conference with Company, R. Fiedler, K&E team re discovery productions.
05/22/23	Amie Marie Bauer	0.50	Review board of director documents and direct processing re coding and privilege.
05/22/23	Lindsey Beran	0.60	Review, analyze findings re SEC filings chronology project (.2); correspond with J. Kennedy re same (.1); review, analyze search terms and document review protocol (.1); correspond with A. Lullo, D. Strecker re certain search term strategies and next steps (.2).
05/22/23	Alex Blaznik	0.20	Review, analyze historical correspondence re litigation counsel requests.
05/22/23	Janet Bustamante	2.40	Respond to attorney document requests for fact development work (.7); review, process documents into case-related databases (1.8).
05/22/23	Seth Cohen	2.20	Conference with C. McGushin, A. Bauer, and C. Shang re discovery (1.2); conference with C. McGushin, A. Bauer, and C. Shang re UCC discovery and common interest (1.0).
05/22/23	Ross J. Fiedler	1.00	Telephone conference with C. Shang, K&E team re discovery requests (.5); C. Shang, with Proskauer, E. Geier, K&E team re same (.5).
05/22/23	Richard U. S. Howell, P.C.	1.70	Review correspondence from C. McGushin, C. Shang, H. Etlin, K&E team re discovery collection and document review (.7); prepare and review correspondence with E. Geier, C. McGushin, R. Fiedler, K&E team re open litigation issues, second day hearing (.8); telephone conference with C. McGushin, K&E team, lenders' counsel re discovery responses (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/22/23	Jackson Kennedy	2.60	Review, analyze talking points, correspondence re claims investigation (1.5); draft correspondence to L. Beran re same (.6); review, analyze correspondence re fact development (.2); review, analyze L. Beran correspondence re claims investigation (.1); correspond with L. Beran re same (.2).
05/22/23	Song Lin	2.30	Coordinate preparation of Company documents re review and production.
05/22/23	Allison Lullo	1.00	Draft search terms (.6); correspond with L. Beran re document collection (.4).
05/22/23	Casey McGushin	1.60	Telephone conference with Company, Alix team re discovery requests (.5); review and analyze documents re production to UCC (.4); coordinate collection and production of documents with C. Shang, K&E team (.4); telephone conference with counsel to lenders re discovery (.3).
05/22/23	Christine Shang	0.20	Prepare discovery production re request for production from UCC.
05/22/23	Christine Shang	0.20	Telephone conference with C. McGushin, K&E team, Proskauer re UCC discovery.
05/22/23	Christine Shang	0.10	Correspond with C. McGushin re K&E document review and responsiveness.
05/22/23	Christine Shang	0.20	Telephone conference with A. Bauer re review of lien searches re requests for production.
05/22/23	Christine Shang	0.50	Telephone conference with company, R. Fiedler, K&E team re discovery requests and corporate representative notice.
05/23/23	Amie Marie Bauer	0.40	Conference with Alix re document productions, depositions.
05/23/23	Amie Marie Bauer	0.20	Prepare for conference with Alix team re document production and deposition.
05/23/23	Amie Marie Bauer	1.50	Review, revise documents collected re production upload.
05/23/23	Amie Marie Bauer	3.50	Analyze non-email documents re responsiveness and privilege.
05/23/23	Amie Marie Bauer	0.50	Correspond with J. Bustamante, K&E team re parameters for document pull.
05/23/23	Amie Marie Bauer	0.50	Correspond with Lazard re discovery requests.

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Amie Marie Bauer	0.50	Correspond with C. McGushin, C. Shang re conference with Alix, gathering documents for production.
05/23/23	Amie Marie Bauer	0.30	Correspond with vendor, C. Shang re review of documents re financials.
05/23/23	Lindsey Beran	0.30	Conference with A. Lullo re status of litigation matters (.1); draft talking point updates re Company meeting (.1) correspond with A. Lullo re same (.1).
05/23/23	Janet Bustamante	2.20	Review, analyze attorney document requests re fact development work (.2); review, process documents into case-related databases (2.0).
05/23/23	Ross J. Fiedler	1.40	Telephone conference with UCC, McGushin, K&E team re discovery (.5); conference with D. Hunter, K&E team re same (.5); conference with A. Bauer, Alix team re same (.4).
05/23/23	Ross J. Fiedler	0.30	Correspond with C. McGushin re litigation matters.
05/23/23	Emily Geier, P.C.	1.80	Conference with C. McGushin, K&E team re DIP discovery requests (.5); correspond with D. Hunter, K&E team re same (1.3).
05/23/23	Derek I. Hunter	1.10	Telephone conference with R. Fiedler, K&E team, Company re adversary proceedings (.5); prepare for hearing (.1); review, analyze litigation complaints (.5).
05/23/23	Jacquelyn M. Kasulis, P.C.	1.20	Prepare for disinterested directors meeting re claims investigation updates (.8); conference with disinterested directors re same (.4).
05/23/23	Song Lin	2.10	Coordinate preparation of documents for review and production (1.8); correspond with L. Beran, K&E team re same (.3).
05/23/23	Allison Lullo	1.30	Conference with J. Kasulis re litigation status and next steps (.5); conference with J. Kasulis, L. Beran, directors re same (.4) conference with R. Jareck re document collection (.2); draft talking points re same (.2).
05/23/23	Casey McGushin	1.90	Conference with UCC counsel re meet and confer (.5); prepare for same (.4); coordinate production of documents re UCC requests (.6); draft, revise protective order (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/23/23	Alex D. Pappas	0.10	Correspond with B. Yantren re document analysis.
05/23/23	Christine Shang	0.40	Telephone conference with Company re corporate representative deposition.
05/23/23	Christine Shang	0.40	Telephone conference with UCC counsel re meet and confer.
05/23/23	Christine Shang	0.10	Correspond with Alix re document collection re requests for production.
05/23/23	Christine Shang	1.70	Analyze document production re privilege, confidentiality re response to discovery requests.
05/23/23	Christine Shang	1.00	Telephone conference with Lazard re discovery requests (.5); prepare for same (.5).
05/23/23	Christine Shang	0.10	Correspond with D. Kurtz re upcoming corporate witness deposition.
05/23/23	Christine Shang	0.20	Telephone conference with A. Bauer re discovery requests from UCC.
05/23/23	Christine Shang	0.10	Draft responses, objections to UCC requests for production.
05/23/23	Rachel Young	0.40	Correspond with S. Margolis, K&E team re claims investigation requests.
05/24/23	Amie Marie Bauer	0.20	Correspond with C. McGushin re redactions of board decks.
05/24/23	Amie Marie Bauer	0.70	Conference with C. McGushin, K&E team re document productions, next steps (.5); prepare for same (.2).
05/24/23	Amie Marie Bauer	4.00	Review board documents re privilege and responsiveness.
05/24/23	Lindsey Beran	0.60	Conference with R. Jareck re document review logistics (.2); review Board documents re same (.3); correspond with A. Lullo, K&E team re same (.1).
05/24/23	Janet Bustamante	2.50	Review, analyze attorney document requests for fact development work (.3); review, process documents into case databases (2.2).
05/24/23	Emily Geier, P.C.	2.30	Correspond with Company, R. Fiedler, K&E team re litigation matters (.6); research, analyze issues re same (.8); correspond with K&E C. McGushin, K&E team re DIP litigation preparation and production (.9).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/24/23	Richard U. S. Howell, P.C.	1.30	Review correspondence re document production in advance of second day hearing (.6); review materials to prepare for depositions (.7).
05/24/23	Derek I. Hunter	0.60	Review, analyze litigation complaints (.3); correspond with R. Fiedler, K&E team, Company re same (.3).
05/24/23	Song Lin	2.10	Coordinate preparation of documents re review and production (1.6); correspond with A. Lullo, team re same (.5).
05/24/23	Allison Lullo	0.50	Correspond with L. Beran, document collection vendor re document review matters.
05/24/23	Casey McGushin	1.50	Telephone conference with R. Fielder, K&E team re DIP hearing and related discovery (.5); review analyze documents for production in response to discovery requests (.7); correspond with counsel for the UCC regarding discovery requests (.3).
05/24/23	Christine Shang	0.60	Analyze documents re requests for production, privilege tags, confidential designations.
05/24/23	Christine Shang	0.40	Draft initial statement for response to request for production.
05/24/23	Christine Shang	0.50	Participate in telephone conference with A. Lullo, K&E team re corporate representative deposition.
05/24/23	Christine Shang	0.10	Analyze document collection from Lazard in response to request for production.
05/24/23	Christine Shang	0.10	Telephone conference with C. McGushin re DIP hearing and upcoming depositions.
05/24/23	Christine Shang	0.10	Review, analyze second custodial collection and document review pursuant to request for production.
05/24/23	Christine Shang	0.60	Telephone conference with Lazard, Alix re UCC discovery requests.
05/24/23	Rachel Young	0.70	Review, analyze documents re claims investigation request.
05/25/23	Amie Marie Bauer	4.70	Review correspondence re responsiveness and privilege.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Lindsey Beran	5.30	Review and analyze document collection procedures (2.2); correspond with Company, vendor, counsel re document collection status, next steps and provide guidance and counsel on document collection (.5); conference with document collection vendor re initial document collection and review (1.0); review and analyze Board meeting minutes, related documents , re chronology (.5); correspond with J. Bustamante, B. Yantren, J. Kasulis re document collection and organization (.5); correspond with J. Kasulis re status of document collection and review (.3); draft summary re same (.3).
05/25/23	Janet Bustamante	2.40	Review, analyze attorney document requests re fact development work (.2); review and process documents into case-related databases (2.2).
05/25/23	Ross J. Fiedler	0.30	Correspond with C. McGushin re litigation matters.
05/25/23	Emily Geier, P.C.	1.30	Correspond with outside counsel re litigation matters (.7); telephone conference and correspond with Company re same (.6).
05/25/23	Richard U. S. Howell, P.C.	1.90	Prepare and review correspondence with C. McGushin, C. Shang, A. Bauer, K&E team re document review and production (.8); review correspondence from R. Fiedler, E. Geier, K&E team re open litigation issues (.5); telephone conference with C. McGushin re open litigation issues (.3); review and revise to draft materials (.3).
05/25/23	Nisha Kanchanapoomi, P.C.	0.40	Telephone conference with various parties re litigation matters.
05/25/23	Jacquelyn M. Kasulis, P.C.	3.10	Review and analyze board materials re claims investigation.
05/25/23	Jackson Kennedy	1.80	Correspond with L. Beran re documents analysis (.1), draft memorandum re same (.5); review, analyze potential document search terms (.2); correspond with L. Beran re same (.2); telephone conference with L. Beran re document collection and review (.5); prepare for same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Song Lin	2.30	Conference with vendor, L. Beran, K&E team re case overview (1.0); coordinate collection and delivery of custodian data (.5); coordinate preparation of documents from AlixPartners review and production (.8).
05/25/23	Casey McGushin	5.70	Review, analyze documents re response to UCC requests (2.3); draft responses and objections re same (1.1); revise same (.6); telephone conference with E. Roberts, K&E team re discovery (.4); draft deposition preparation outline (.9); revise same (.4).
05/25/23	Alex D. Pappas	0.40	Review, analyze documents re claims investigation.
05/25/23	Christine Shang	6.30	Analyze second production of document collection re responsiveness, including privilege analysis of confidentiality.
05/25/23	Christine Shang	1.00	Analyze batch 3 of document collection re responsiveness to UCC requests for production.
05/25/23	Christine Shang	1.00	Analyze batch 15 of document collection re responsiveness, including redaction of privileged information.
05/25/23	Christine Shang	0.20	Correspond with Lazard, L. Beran, K&E teams re preparation for D. Kurtz deposition.
05/25/23	Christine Shang	0.10	Correspond with R. Fiedler, K&E team re D. Kurtz deposition preparation.
05/25/23	Christine Shang	0.70	Analyze batch 20 of document collection re responsiveness, including redaction of privileged information.
05/25/23	Christine Shang	0.20	Revise responses and objections to UCC requests for production.
05/25/23	Christine Shang	1.20	Analyze batch 1 of document collection re responsiveness to UCC requests for production.
05/25/23	Christine Shang	0.90	Analyze batch 4 of document collection re responsiveness to UCC requests for production.
05/25/23	Christine Shang	1.10	Analyze batch 2 of document collection re responsiveness to UCC requests for production.
05/25/23	Christine Shang	0.30	Telephone conference with E. Overman re D. Kurtz deposition preparation.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/25/23	Christine Shang	0.80	Analyze batch 19 of document collection re responsiveness, including redaction of privileged information.
05/25/23	David G. Strecker	0.30	Finalize document review protocol (.2); correspond with J. Kasulis re same (.1).
05/25/23	Snow Yuan	0.80	Correspond with C. McGushin re document review workflow (.4); update review workflow settings (.4).
05/26/23	Amie Marie Bauer	5.50	Analyze correspondence re responsiveness (1.6); analyze correspondence re privilege (3.9).
05/26/23	Amie Marie Bauer	1.50	Analyze documents re completeness to prepare for production.
05/26/23	Lindsey Beran	1.20	Review, analyze document collection procedures (.7); conference with Company, vendor, and counsel re document same (.5).
05/26/23	Emily Geier, P.C.	2.80	Correspond with C, McGushin, K&E litigation team re discovery and witnesses (1.6); correspond with N. Sosnick, K&E team re DIP preparation (1.2).
05/26/23	Nisha Kanchanapoomi, P.C.	0.20	Telephone conference with various parties re litigation matters re transactions.
05/26/23	Jacquelyn M. Kasulis, P.C.	5.20	Review, analyze of company materials re witness interviews.
05/26/23	Song Lin	2.50	Coordinate collection and delivery of custodian data (.8); correspond with vendor re same (.4); coordinate preparation of client documents for production (1.3).
05/26/23	Casey McGushin	1.90	Review, analyze documents re production in response to creditor committee requests (1.6); coordinate deposition, production timing (.3).
05/26/23	Christine Shang	0.10	Review, analyze Lazard documents in response to request for production.
05/26/23	Christine Shang	1.00	Analyze batch 24 of document collection re responsiveness, including redaction of privileged information.
05/26/23	Christine Shang	1.10	Analyze batch 29 of document collection re responsiveness, including redaction of privileged information.
05/26/23	Christine Shang	0.90	Analyze batch 5 of Alix document collection re responsiveness to creditor committee requests for production.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Christine Shang	0.10	Correspond with R. Berger re Lazard documents for production re creditor committee requests for production.
05/26/23	Christine Shang	0.90	Analyze batch 28 of document collection re responsiveness, including redaction of privileged information.
05/26/23	Christine Shang	0.10	Analyze Lazard documents re responsiveness to creditor committee requests for production.
05/26/23	Christine Shang	0.10	Correspond with C. McGushin re second production in response to creditor committee requests for production.
05/26/23	Christine Shang	1.00	Analyze batch 6 of Alix document collection re responsiveness to creditor committee requests for production.
05/26/23	Christine Shang	0.80	Analyze batch 9 of Alix document collection re responsiveness to creditor committee requests for production.
05/26/23	Christine Shang	0.90	Analyze batch 7 of Alix document collection re responsiveness to creditor committee requests for production.
05/26/23	Christine Shang	0.80	Analyze batch 26 of document collection re responsiveness, including redaction of privileged information.
05/26/23	Christine Shang	5.00	Analyze and redact of privileged information re Alix document collection.
05/26/23	Christine Shang	0.90	Analyze batch 8 of Alix document collection re responsiveness to creditor committee requests for production.
05/26/23	Christine Shang	0.10	Telephone conference with E. Overman re witness deposition.
05/26/23	Christine Shang	1.50	Final review re document production re privilege, confidentiality
05/27/23	Amie Marie Bauer	3.00	Final review re document production (2.1) process second production of documents (.9).
05/27/23	Song Lin	2.00	Coordinate delivery of Company data for transfer to vendor re processing and review (.7); coordinate preparation of documents for production (1.3).
05/27/23	Christine Shang	6.90	Analyze finalization of document production re completeness, privilege, responsiveness (3.9); further analyze document production re same (3.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/28/23	Lindsey Beran	0.50	Review, analyze document collection procedures (.3); correspond with Company, vendor and Cole Schotz re document collection (.1); conference with C. McGushin re status of data collection (.1).
05/28/23	Richard U. S. Howell, P.C.	0.20	Review correspondence from E. Geier and R. Fiedler re open litigation issues.
05/28/23	Song Lin	1.00	Coordinate delivery of Company data for transfer to vendor re processing and review.
05/28/23	Allison Lullo	1.00	Correspond with L. Beran re document collection matters.
05/28/23	Casey McGushin	2.30	Review, analyze documents in preparation for depositions (1.1); draft deposition outlines (.6); revise same (.6).
05/28/23	Christine Shang	3.10	Draft outlines re depositions (1.9); review, analyze produced documents re same (1.2).
05/29/23	Amie Marie Bauer	2.00	Review, analyze board documents re witness preparation (1.3); draft summary re same (.7).
05/29/23	Lindsey Beran	0.10	Correspond with R. Jareck re status of document collections.
05/29/23	Richard U. S. Howell, P.C.	1.80	Review materials to prepare for depositions of witnesses (1.3); prepare and review correspondence re same (.5).
05/29/23	Song Lin	1.50	Coordinate delivery of client documents to vendor re processing and review (.6); coordinate preparation of documents for production (.9).
05/29/23	Allison Lullo	0.50	Correspond with L. Beran re document review matters.
05/29/23	Casey McGushin	1.80	Review, analyze produced documents re use in deposition preparation sessions.
05/29/23	Christine Shang	4.20	Draft summary of produced documents re make-wholes and FILO amount re deposition preparation.
05/29/23	Christine Shang	0.20	Finalize production of Lazard documents re creditor committee requests for production.
05/29/23	Christine Shang	0.10	Correspond with creditor committee counsel re second production of documents.
05/29/23	Christine Shang	1.50	Draft analysis of produced board minutes re deposition preparation.
05/30/23	Amie Marie Bauer	5.00	Draft summary of board documents re deposition preparations.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Amie Marie Bauer	1.00	Conference with Company re deposition preparations.
05/30/23	Amie Marie Bauer	0.60	Correspond with L. Beran, litigation team re preparation for depositions.
05/30/23	Amie Marie Bauer	0.10	Correspond with R. Howell re deposition preparation.
05/30/23	Amie Marie Bauer	0.10	Correspond with R. Howell re deposition preparation.
05/30/23	Amie Marie Bauer	0.20	Correspond with C. Shang re deposition preparation.
05/30/23	Amie Marie Bauer	0.20	Correspond with C. Shang re deposition preparation.
05/30/23	Lindsey Beran	2.10	Meet with document collection vendor, A. Lullo, K&E team re processing Teams data, open issues (.5); review, revise talking points re disinterested directors meeting (.2); correspond with A. Lullo, J. Kasulis re updates for disinterested directors (.4); telephone conference with disinterested director, J. Foster, Cole Schotz and A. Lullo, K&E team re claims investigation (.5); analyze issues re document collection and review (.5).
05/30/23	Uzo Dike	1.50	Coordinate re creation database for DIP hearing and upcoming depositions (.7); correspond with C. McGushin and A. Bauer re same (.2); prepare for DIP hearing (.6).
05/30/23	Emily Geier, P.C.	2.40	Correspond with C. McGushin, K&E litigation team re discovery and witnesses (1.6); telephone conference with declarant, K&E team for potential contested DIP hearing (.8).
05/30/23	Richard U. S. Howell, P.C.	2.80	Prepare for and attend witness preparation sessions (1.8); review materials in preparation for depositions (1.0).
05/30/23	Jacquelyn M. Kasulis, P.C.	4.10	Telephone conference with disinterested directors re claims investigation (.3); prepare for same (.8); conference with disinterested director re latest developments (.5); review, analyze key documents re open issues (2.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/30/23	Song Lin	2.10	Conference with vendor, L. Beran re data collection, processing status (.6); coordinate identification of key documents (1.3); correspond with C. Shang re same (.2).
05/30/23	Allison Lullo	2.10	Conference with J. Kasulis, L. Beran re matter status and next steps (.5); conference with J. Kasulis, L. Beran, disinterested directors re matter status (.5); correspond with L. Beran, data vendor re data collection (.6); conference with L. Beran, S. Lin, data vendor re data collection (.5).
05/30/23	Casey McGushin	2.00	Draft responses to 30(b)(6) notice (.3); revise same (.1); correspond with C. Shang, K&E team re depositions preparation strategy for DIP hearing (.7); correspond with C. Shang re same (.2); review, analyze materials re board documents (.3); prepare for for deposition preparation meetings (.4).
05/30/23	Christine Shang	0.20	Telephone conference with C. McGushin re witness deposition preparation.
05/30/23	Christine Shang	0.50	Telephone conference with Alix team, A. Bauer, K&E team re deposition preparation.
05/30/23	Christine Shang	0.20	Telephone conference with A. Bauer re deposition preparation.
05/30/23	Christine Shang	2.70	Review, analyze witness declaration re Kurtz deposition preparations.
05/30/23	Christine Shang	1.10	Review, analyze presentations re case status re preparation for deposition.
05/30/23	Christine Shang	0.20	Telephone conference with A. Bauer re deposition preparation.
05/30/23	Christine Shang	0.10	Correspond with E. Overman re deposition preparation.
05/30/23	Christine Shang	0.40	Correspond with A. Lullo, K&E team, Lazard, Alix re deposition preparation.
05/30/23	Christine Shang	1.40	Draft responses and objections to corporate representative notice.
05/30/23	Rachel Young	0.40	Conference with C. Foster, K&E team, re case introductions.
05/31/23	Amie Marie Bauer	0.20	Correspond with C. Shang re follow up from deposition preparation.
05/31/23	Amie Marie Bauer	1.50	Correspond with Lazard re deposition preparations.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/31/23	Lindsey Beran	0.30	Correspond with with A. Lullo re status of document collection, next steps.
05/31/23	Seth Cohen	2.00	Participate in deposition preparation for witness.
05/31/23	Ross J. Fiedler	0.80	Review research re tariff claims, related issues (.5); correspond with Z. Read re automatic stay motion (.2); analyze issues re same (.1).
05/31/23	Emily Geier, P.C.	2.90	Correspond with C. McGushin, K&E team re discovery requests and production (2.3); telephone conference with Lazard team as declarant, R. Fiedler, K&E team for potential contested DIP hearing (.6).
05/31/23	Richard U. S. Howell, P.C.	1.80	Prepare for and attend witness preparation sessions.
05/31/23	Song Lin	0.70	Coordinate preparation of client documents for review (.5); correspond with vendor and L. Beran re same (.2).
05/31/23	Allison Lullo	1.10	Conference with L. Beran re document review matters (.3); correspond with S. Lin, document vendor re document collection (.3); review, analyze chronology of events (.5).
05/31/23	Casey McGushin	1.10	Review, revise responses and objections to 30(b)(6) notice (.6); telephone conference with E. Geier, K&E team, Alix team re deposition preparation (.5).
05/31/23	Christine Shang	4.50	Draft outline re deposition preparation session (2.1); analyze produced documents re same (1.6); revise same (.8).
05/31/23	Christine Shang	1.50	Telephone conference with Lazard, C. McGushin, K&E team re deposition preparations.
05/31/23	Christine Shang	0.20	Telephone conference with A. Bauer re corporate representative depositions.
<b>Total</b>		<b>455.60</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080220**

**Client Matter: 53510-27**

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**In the Matter of International Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 1,162.50

Total legal services rendered

\$ 1,162.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Max M. Freedman	0.30	885.00	265.50
Emily Geier, P.C.	0.60	1,495.00	897.00
<b>TOTALS</b>	<b>0.90</b>		<b>\$ 1,162.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/08/23	Emily Geier, P.C.	0.60	Correspond with D. Hunter, K&E team re Canada matters.
05/31/23	Max M. Freedman	0.30	Conference with Osler re international issues, foreign creditor matters.
<b>Total</b>		<b>0.90</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080221**

**Client Matter: 53510-28**

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**In the Matter of Creditors' Committee Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 59,891.50

Total legal services rendered

\$ 59,891.50

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Seth Cohen	2.00	985.00	1,970.00
Ross J. Fiedler	7.30	1,245.00	9,088.50
Julia R. Foster	0.40	480.00	192.00
Emily Geier, P.C.	8.50	1,495.00	12,707.50
Noelle M. Howard	1.90	735.00	1,396.50
Derek I. Hunter	10.50	1,375.00	14,437.50
Chris Pavlovich	0.50	995.00	497.50
Zak Read	0.20	735.00	147.00
Elizabeth M. Roberts	0.50	1,295.00	647.50
Michael A. Sloman	0.40	885.00	354.00
Charles B. Sterrett	15.80	1,155.00	18,249.00
Josh Sussberg, P.C.	0.10	2,045.00	204.50
<b>TOTALS</b>	<b>48.10</b>		<b>\$ 59,891.50</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/05/23	Ross J. Fiedler	0.70	Analyze UCC appointment, members and related issues (.3); correspond with C. Sterrett, K&E team and Alix team re same (.1); correspond with R. Golden re first day orders (.3).
05/07/23	Ross J. Fiedler	0.10	Correspond with E. Geier, K&E team re UCC formation.
05/09/23	Ross J. Fiedler	1.30	Telephone conference with E. Geier, D. Hunter and Pachulski team re UCC matters (.5); correspond with E. Geier, K&E team re same (.3); review, analyze DIP budget for UCC distribution (.3); correspond with D. Hunter, K&E team and Alix team re same (.2).
05/09/23	Emily Geier, P.C.	1.80	Telephone conference with UCC counsel re case strategy issues (1.0); correspond with UCC counsel re same (.8).
05/09/23	Noelle M. Howard	1.30	Correspond with N. Sosnick and Alix team re budget for UCC (.2); correspond with O. Acuna re parties in interest list for UCC (.2); prepare final orders and various materials for UCC (.9).
05/09/23	Derek I. Hunter	1.30	Telephone conference with B. Sandler, UCC counsel re case strategy issues (1.0); review, analyze summary re same (.1); correspond with R. Fiedler, K&E team re same (.2).
05/10/23	Ross J. Fiedler	0.50	Telephone conference with E. Geier, K&E team, creditor advisors re first day orders.
05/10/23	Ross J. Fiedler	0.30	Coordinate first day filings with UCC.
05/10/23	Emily Geier, P.C.	3.70	Correspond with R. Fiedler, K&E team, UCC counsel re first day orders (3.2); telephone conference with R. Fiedler, K&E team and UCC counsel re same (.5).
05/11/23	Emily Geier, P.C.	1.70	Telephone conference with UCC counsel, K&E team re first day orders (.5); correspond with UCC counsel, K&E team re same (1.2).
05/11/23	Derek I. Hunter	0.30	Correspond with UCC counsel re case issues, order comments.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Elizabeth M. Roberts	0.50	Review, analyze UCC comments on first day motions (.2); correspond with R. Fiedler, K&E team re UCC comments (.3).
05/12/23	Noelle M. Howard	0.60	Revise final orders with revisions from UCC.
05/12/23	Derek I. Hunter	1.00	Telephone conference with UCC counsel re case issues, order comments.
05/12/23	Chris Pavlovich	0.50	Telephone conference with C. Sterrett, M. Sloman, UCC re first and second day orders.
05/12/23	Michael A. Sloman	0.40	Telephone conference with C. Sterrett, R. Fiedler, K&E team, Pachulski team re UCC comments on first and second day motions.
05/12/23	Charles B. Sterrett	5.60	Correspond with Committee counsel, K&E team re second day orders (.4); telephone conference with same re same (.8); correspond with K&E team, Cole Schotz team re same (.3); telephone conferences with Cole Schotz team, C. Pavlovich, K&E team re same (2.0); review, revise orders, notices re same (2.1).
05/13/23	Charles B. Sterrett	0.60	Correspond with Pachulski team, K&E team re order comments, resolution.
05/14/23	Charles B. Sterrett	1.10	Correspond with Cole Schotz team, R. Fiedler, K&E team re final orders, hearing adjournment (.4); revise orders, adjournment request re same (.7).
05/15/23	Charles B. Sterrett	2.30	Review, analyze creditor committee, stakeholder comments to final first day orders (1.8); correspond and telephone conference with R. Fiedler, K&E team re same (.5).
05/16/23	Emily Geier, P.C.	1.30	Telephone conference with UCC counsel re case issues (.7); correspond with UCC counsel re same (.6).
05/16/23	Derek I. Hunter	0.90	Correspond with UCC counsel re case issues, order comments.
05/16/23	Charles B. Sterrett	0.80	Review, analyze creditors' committee comments, issues (.6); correspond with Z. Piech, D. Hunter re same (.2).
05/17/23	Ross J. Fiedler	0.50	Telephone conference with B. Sandler re UCC settlement matters (.4); correspond with E. Geier, K&E team re same (.1).
05/17/23	Derek I. Hunter	0.10	Correspond with R. Fiedler, K&E team re settlement constructs, related analysis.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/18/23	Ross J. Fiedler	0.50	Correspond with D. Hunter, K&E team re UCC settlement term sheet (.2); analyze same (.3).
05/18/23	Julia R. Foster	0.40	Draft UCC settlement term sheet.
05/18/23	Derek I. Hunter	0.20	Correspond with K&E team re settlement constructs and related analysis.
05/19/23	Derek I. Hunter	0.30	Correspond with R. Fiedler, K&E team re settlement constructs, related analysis.
05/19/23	Zak Read	0.20	Review, analyze correspondence from S. Lin, K&E team re diligence productions.
05/19/23	Charles B. Sterrett	0.40	Review, analyze creditor committee comments to first day pleadings and orders.
05/20/23	Derek I. Hunter	0.40	Correspond with UCC counsel re case issues, order comments.
05/22/23	Ross J. Fiedler	0.40	Draft UCC settlement term sheet (.2); analyze re same (.2).
05/22/23	Derek I. Hunter	1.20	Telephone conference with R. Fiedler, K&E team, Proskauer team re UCC discovery, common interest.
05/23/23	Seth Cohen	2.00	Draft, revise UCC request for production, R&Os.
05/23/23	Ross J. Fiedler	1.90	Draft UCC settlement term sheet (1.2); correspond with D. Hunter, K&E team re same (.2); telephone conference with B. Sandler re same (.5).
05/23/23	Ross J. Fiedler	0.50	Telephone conference with B. Sandler, E. Geier re UCC settlement discussions.
05/23/23	Derek I. Hunter	1.60	Conference with R. Fiedler, K&E team, advisors re UCC discovery requests (.8); review, analyze documents re same (.3); correspond with R. Fiedler, K&E team re settlement constructs, related analysis (.5).
05/24/23	Ross J. Fiedler	0.30	Analyze UCC settlement term sheet.
05/24/23	Ross J. Fiedler	0.30	Revise UCC settlement term sheet.
05/24/23	Derek I. Hunter	0.50	Correspond with UCC counsel re case issues, order comments.
05/24/23	Josh Sussberg, P.C.	0.10	Correspond with D. Hunter, K&E team re UCC status.
05/25/23	Derek I. Hunter	0.50	Correspond with UCC counsel re case issues, order comments.

Legal Services for the Period Ending May 31, 2023

Invoice Number:

1050080221

Bed Bath and Beyond Inc.

Matter Number:

53510-28

Creditors' Committee Matters

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/26/23	Derek I. Hunter	0.40	Correspond with UCC counsel re case issues, order comments.
05/26/23	Charles B. Sterrett	1.80	Conferences with UCC counsel, J. Black, K&E team re UCC comments to orders, related issues (1.4); review, analyze materials re same (.4).
05/27/23	Charles B. Sterrett	0.60	Review, analyze UCC comments to final orders, related creditor committee communications.
05/30/23	Derek I. Hunter	0.80	Correspond with UCC counsel re case issues, order comments.
05/30/23	Charles B. Sterrett	2.60	Review, analyze issues re final orders, bar date, lease motions (.9); correspond and telephone conferences with Pachulski, Cole Schotz teams, J. Black, K&E team re same (1.7).
05/31/23	Derek I. Hunter	1.00	Correspond with R. Fiedler, K&E team re settlement constructs, related analysis (.2); review, analyze documents re same (.8).
<b>Total</b>		<b>48.10</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080222**

**Client Matter: 53510-29**

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**In the Matter of Employee and Labor Matters**

For legal services rendered through May 31, 2023  
(see attached Description of Legal Services for detail)

\$ 28,224.00

Total legal services rendered

\$ 28,224.00

**Summary of Hours Billed**

<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Amount</u></b>
Matthew Antinossi	7.70	1,895.00	14,591.50
Wes Benter	1.70	1,245.00	2,116.50
Tamar Donikyan	0.50	1,945.00	972.50
Rachel Golden	0.40	735.00	294.00
Jackson Kennedy	0.30	850.00	255.00
Sooah Kim	1.10	735.00	808.50
Sarah R. Margolis	1.00	995.00	995.00
Evangelia Podaras	0.70	1,405.00	983.50
Abbi Semnisky	2.10	735.00	1,543.50
Michael A. Sloman	6.40	885.00	5,664.00
<b>TOTALS</b>	<b>21.90</b>		<b>\$ 28,224.00</b>

**Description of Legal Services**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
05/01/23	Matthew Antinossi	0.80	Analyze employee health spending accounts (.3); correspond with P. Deprima re same (.2); review research re 401(k) and benefits issues (.3).
05/01/23	Michael A. Sloman	0.20	Correspond with Alix team re employee compensation, wages issues.
05/02/23	Rachel Golden	0.40	Review and revise wages motion final order (.2); correspond with M. Sloman re same (.2).
05/03/23	Michael A. Sloman	0.10	Revise proposed wages order.
05/04/23	Wes Benter	0.50	Attend telephone conference with E. Podaras, N. Sosnick and M. Catherine re employment matters and purchase agreement.
05/04/23	Evangelia Podaras	0.70	Conference with W. Benter, M. Young and N. Sosnick re WARN Act considerations.
05/04/23	Michael A. Sloman	0.30	Correspond with Proskauer, Davis Polk, Duane Morris teams re revised proposed wages order.
05/05/23	Matthew Antinossi	1.30	Review and analyze employee benefits issues (.8); draft memorandum to P. Deprima re same (.5).
05/05/23	Wes Benter	1.00	Analyze purchase agreement re employee considerations.
05/05/23	Sooah Kim	0.10	Review employee benefits related issues.
05/08/23	Wes Benter	0.20	Analyze purchase agreement re employee considerations.
05/08/23	Michael A. Sloman	0.50	Revise proposed wages order (.3); correspond with Duane Morris team re same (.2).
05/09/23	Michael A. Sloman	0.10	Revise proposed wages order.
05/10/23	Matthew Antinossi	0.10	Review correspondence from P. Deprima re employee benefits issues.
05/10/23	Jackson Kennedy	0.30	Correspond with L. Beran re executive compensation research.
05/10/23	Sooah Kim	0.10	Correspond with M. Antinossi re employee benefits issues.
05/10/23	Michael A. Sloman	1.00	Revise proposed wages order (.3); correspond with C. Sterrett, K&E team, Proskauer team re same (.2); correspond with Duane Morris team re same (.4); revise letter re severance benefits (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/11/23	Matthew Antinossi	1.70	Review and analyze employee benefits issues (.3); research re same (.6); draft memorandum re same (.3); review and revise sample employee notices (.3); review correspondence from E. Geier, K&E team re severance, COBRA issues (.2).
05/11/23	Sooah Kim	0.90	Review and revise health and welfare plans and retirement plans termination notice to participants (.5); research partial termination issues for Puerto Rican plans (.4).
05/11/23	Michael A. Sloman	0.20	Correspond with Alix team re paid leave (.1); revise WARN FAQ communication (.1).
05/12/23	Michael A. Sloman	0.80	Revise wages proposed order (.5); draft CNO re same (.3).
05/15/23	Matthew Antinossi	0.50	Correspond with P. Deprima re employee benefits matters (.2); review and analyze employee benefits issues (.3).
05/16/23	Matthew Antinossi	1.20	Review correspondence from P. Deprima re employee benefits issues (.2); telephone conference with P. Deprima re same (.5); office conference with A. Semnisky re research and employee communications re same (.2); review and revise COBRA subsidy letter (.2); correspond with M. Sloman, K&E team re same (.1).
05/16/23	Tamar Donikyan	0.50	Correspond with Company re employee benefits issues.
05/16/23	Abbi Semnisky	1.10	Research COBRA responsibilities (.7); attend call re plan termination (.2); review plan termination precedent (.2).
05/16/23	Michael A. Sloman	0.40	Review, revise employee letter re COBRA benefits.
05/17/23	Matthew Antinossi	0.30	Review correspondence from P. Deprima re employee benefits issues (.1); correspond with A. Semnisky re same and re employee benefits research (.1); correspond with M. Sloman and D. Hunter re employee benefits issues (.1).
05/17/23	Abbi Semnisky	0.10	Correspond with M. Antinossi re employee benefits research.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
05/17/23	Michael A. Sloman	1.10	Analyze considerations re termination of employee benefits (.2); review, revise proposed final wages order and draft certificate of no objection re same (.9).
05/18/23	Matthew Antinossi	1.80	Correspond with P. Deprima re employee benefits issues (.4); review and analyze same (.7); research and prepare model plan amendments/resolutions re employee benefit plans (.7).
05/18/23	Abbi Semnisky	0.90	Research plan termination notice requirements.
05/24/23	Michael A. Sloman	0.20	Correspond with Alix team, Company re employee services vendor (.1); review proposed employee communications (.1).
05/25/23	Sarah R. Margolis	1.00	Review, revise Company talking points re wage issues.
05/25/23	Michael A. Sloman	0.60	Analyze wages order considerations re UCC inquiry (.2); correspond with Alix team re same (.2); telephone conference with C. Sterrett, Centivo re medical plans (.2).
05/31/23	Michael A. Sloman	0.90	Correspond with J. Black, Alix team re unclaimed payroll property (.3); review and draft correspondence with S. Toby re CorVel (.4); correspond with C. Sterrett, Company re same (.2).
<b>Total</b>		<b>21.90</b>	

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**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue  
New York, NY 10022

FEIN 36-1326630

July 6, 2023

Bed Bath and Beyond Inc.  
650 Liberty Avenue  
Union, NJ 07093

Attn: Arlene Hong

**Invoice Number: 1050080223**

**Client Matter: 53510-30**

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**In the Matter of Expenses**

For expenses incurred through May 31, 2023  
(see attached Description of Expenses for detail)

\$ 34,857.19

Total expenses incurred

\$ 34,857.19

**Description of Expenses**

<b><u>Description</u></b>	<b><u>Amount</u></b>
Third Party Telephone Charges	19.99
Standard Copies or Prints	233.10
Color Copies or Prints	980.10
Postage	10.44
Outside Messenger Services	258.00
Local Transportation	92.64
Filing Fees	1,050.00
Other Court Costs and Fees	9,032.50
Outside Copy/Binding Services	9,298.15
Outside Retrieval Service	10,741.77
Computer Database Research	789.00
Overtime Transportation	638.59
Overtime Meals - Attorney	572.16
Client Electronic Data Storage	1,123.08
Overnight Delivery - Hard	17.67
<b>Total</b>	<b>\$ 34,857.19</b>

**Description of Expenses**

**Third Party Telephone Charges**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/22/23	Sarah R. Margolis - Sarah R. Margolis, Internet, in flight wifi.	19.99
	05/22/2023	
	<b>Total</b>	<b>19.99</b>

**Standard Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/01/23	Standard Copies or Prints	12.60
05/02/23	Standard Copies or Prints	5.50
05/04/23	Standard Copies or Prints	0.40
05/04/23	Standard Copies or Prints	15.40
05/05/23	Standard Copies or Prints	0.30
05/05/23	Standard Copies or Prints	3.00
05/08/23	Standard Copies or Prints	1.00
05/10/23	Standard Copies or Prints	0.40
05/11/23	Standard Copies or Prints	0.60
05/17/23	Standard Copies or Prints	81.80
05/17/23	Standard Copies or Prints	3.10
05/17/23	Standard Copies or Prints	0.50
05/18/23	Standard Copies or Prints	1.20
05/18/23	Standard Copies or Prints	11.20
05/19/23	Standard Copies or Prints	20.30
05/23/23	Standard Copies or Prints	2.30
05/23/23	Standard Copies or Prints	3.10
05/24/23	Standard Copies or Prints	0.80
05/24/23	Standard Copies or Prints	0.90
05/25/23	Standard Copies or Prints	0.30
05/25/23	Standard Copies or Prints	11.20
05/25/23	Standard Copies or Prints	1.50
05/30/23	Standard Copies or Prints	1.50
05/30/23	Standard Copies or Prints	1.60
05/30/23	Standard Copies or Prints	11.60
05/31/23	Standard Copies or Prints	6.50
05/31/23	Standard Copies or Prints	4.70
05/31/23	Standard Copies or Prints	0.30
05/31/23	Standard Copies or Prints	1.10
05/31/23	Standard Copies or Prints	28.40
	<b>Total</b>	<b>233.10</b>

**Color Copies or Prints**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/01/23	Color Copies or Prints	17.60
05/01/23	Color Copies or Prints	0.55
05/02/23	Color Copies or Prints	54.45
05/04/23	Color Copies or Prints	48.40
05/04/23	Color Copies or Prints	36.30
05/11/23	Color Copies or Prints	52.80
05/17/23	Color Copies or Prints	215.05
05/18/23	Color Copies or Prints	61.60
05/23/23	Color Copies or Prints	9.35
05/24/23	Color Copies or Prints	7.15
05/25/23	Color Copies or Prints	271.70
05/25/23	Color Copies or Prints	8.25
05/30/23	Color Copies or Prints	66.00
05/30/23	Color Copies or Prints	19.80
05/30/23	Color Copies or Prints	82.50
05/31/23	Color Copies or Prints	7.15
05/31/23	Color Copies or Prints	17.60
05/31/23	Color Copies or Prints	3.85
	<b>Total</b>	<b>980.10</b>

**Postage**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/17/23	Postage	10.44
	<b>Total</b>	<b>10.44</b>

**Outside Messenger Services**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/07/23	CROWN DELIVERY & LOGISTICS - Courier Deliveries	175.20
05/28/23	CROWN DELIVERY & LOGISTICS - Courier Deliveries	82.80
	<b>Total</b>	<b>258.00</b>

**Local Transportation**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/05/23	VITAL TRANSPORTATION SERVICES INC - Walker Danielle - home to K&E office, 601 Lexington Avenue 04/23/2023	92.64
	<b>Total</b>	<b>92.64</b>

**Filing Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
05/10/23	Clerk of the United States District Court - Bed Bath & Beyond Pro Hac Fees	150.00
	<b>Total</b>	<b>1,050.00</b>

**Other Court Costs and Fees**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/02/23	Miller Advertising Agency Inc - Publication of Sale Notice (New York Times, Business)	9,032.50
	<b>Total</b>	<b>9,032.50</b>

**Outside Copy/Binding Services**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/02/23	EMPIRE DISCOVERY LLC - Outside printing/binding for Bed Bath & Beyond	9,298.15
	<b>Total</b>	<b>9,298.15</b>

**Outside Retrieval Service**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/01/23	CT CORPORATION - Obtain good standing certificates	10,208.77
05/01/23	CT CORPORATION - Obtain good standing certificates	394.00
05/03/23	CT CORPORATION - Obtain good standing certificates	139.00
	<b>Total</b>	<b>10,741.77</b>

**Computer Database Research**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Megan Feeney	136.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Max Freedman	123.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Noah Sosnick	26.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Samantha Helgason	29.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Ross Fiedler	177.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Jacqueline Hahn	84.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Olivia Acuna	40.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Mary Catherine Young	16.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Zachary Piech	20.00
05/17/23	RESTRUCTURING CONCEPTS LLC - Chapter 11 Dockets Usage for 04/2023 by Gelareh Sharafi	138.00
	<b>Total</b>	<b>789.00</b>

**Overtime Transportation**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
04/25/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation office to home on 4/24/2023. 04/25/2023	13.73
04/27/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation office to home. 04/27/2023	13.99
05/02/23	Olivia Acuna - Olivia Acuna, Taxi, OT transportation office to home.05/02/2023	11.95
05/03/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, OT transportation office to home on 05/03/2023	25.93
05/03/23	Megan C. Feeney - Megan C. Feeney, Taxi, OT transportation from office to home. 05/03/2023	19.13
05/03/23	Sarah R. Margolis - Sarah R. Margolis, Taxi, OT transportation from office to home.05/03/2023	18.84
05/05/23	VITAL TRANSPORTATION SERVICES INC - Walker Danielle - OT transportation from office to home 04/23/2023	152.66
05/05/23	VITAL TRANSPORTATION SERVICES INC - Walker Danielle - OT transportation from office to home 04/24/2023	136.22
05/09/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation from office to home. 05/09/2023	13.67
05/09/23	Ross J. Fiedler - Ross J. Fiedler, Taxi, OT transportation from office to home, 05/09/2023	25.97
05/10/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation from office to home. 05/10/2023	13.98
05/18/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation from office to home. 05/18/2023	15.93
05/18/23	Ross J. Fiedler - Ross J. Fiedler, Uber, OT transportation from office to home, 05/18/2023	25.45
05/22/23	Ross J. Fiedler - Ross J. Fiedler, Uber, OT transportation from office to home, 05/22/2023	20.92
05/23/23	Mary Catherine Young - Mary Catherine Young, Taxi, OT transportation from office to home. 05/23/2023	16.66
05/23/23	Ross J. Fiedler - Ross J. Fiedler, Uber, OT transportation from office to home, 05/23/2023	23.92
05/23/23	Derek I. Hunter - Derek I. Hunter, Taxi, OT transportation from office to home. 05/23/2023	39.76
05/31/23	Sarah R. Margolis - Sarah R. Margolis, Taxi, OT transportation from office to home. 05/31/2023	16.32

05/31/23	Abdullah J. Khan - Abdullah J. Khan, Taxi, OT transportation from office to home. 05/31/2023	33.56
	<b>Total</b>	<b>638.59</b>

**Overtime Meals - Attorney**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
04/23/23	Sarah R. Margolis - Overtime Meals - Attorney, New York, NY 04/23/2023	19.60
05/01/23	Ross J. Fiedler - Overtime Meals - Attorney, New York, NY 05/01/2023	35.10
05/07/23	GRUBHUB HOLDINGS INC - Fiedler Ross J. 5/4/2023 OT Meal	42.00
05/07/23	GRUBHUB HOLDINGS INC - Sosnick Noah Z. 5/5/2023 OT Meal	42.00
05/07/23	GRUBHUB HOLDINGS INC - Sosnick Noah Z. 5/2/2023 OT Meal	42.00
05/07/23	GRUBHUB HOLDINGS INC - Young Rachel 5/2/2023 OT Meal	21.03
05/11/23	Ross J. Fiedler - Overtime Meals - Attorney, New York, NY 05/11/2023	40.00
05/11/23	Sarah R. Margolis -Overtime Meals - Attorney, New York, NY 05/11/2023	40.00
05/14/23	GRUBHUB HOLDINGS INC - Sosnick Noah Z. 5/9/2023 OT Meal	38.29
05/14/23	GRUBHUB HOLDINGS INC - Sosnick Noah Z. 5/8/2023 OT Meal	42.00
05/14/23	GRUBHUB HOLDINGS INC - Sosnick Noah Z. 5/11/2023 OT Meal	42.00
05/14/23	GRUBHUB HOLDINGS INC - Strecker David G. 5/11/2023 OT Meal	26.02
05/14/23	GRUBHUB HOLDINGS INC - Young Mary Catherine 5/9/2023 OT Meal	42.00
05/14/23	GRUBHUB HOLDINGS INC - Fiedler Ross J. 5/9/2023 OT Meal	42.00
05/16/23	Olivia Acuna - Overtime Meals - Attorney, New York, NY 05/16/2023	20.09
05/22/23	Olivia Acuna - Overtime Meals - Attorney, New York, NY 05/22/2023	17.64
05/23/23	Olivia Acuna - Overtime Meals - Attorney, New York, NY 05/23/2023	20.39
	<b>Total</b>	<b>572.16</b>

**Client Electronic Data Storage**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/31/23	Electronic Data Storage	117.36
05/31/23	Electronic Data Storage	1,005.72
	<b>Total</b>	<b>1,123.08</b>

**Overnight Delivery - Hard**

<b><u>Date</u></b>	<b><u>Description</u></b>	<b><u>Amount</u></b>
05/22/23	FEDERAL EXPRESS - 772177432822	17.67
	<b>Total</b>	<b>17.67</b>
<b>TOTAL EXPENSES</b>		<b>\$ 34,857.19</b>